

472973

(Requestor's Name)

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(Address)

(City/State/Zip/Phone #)

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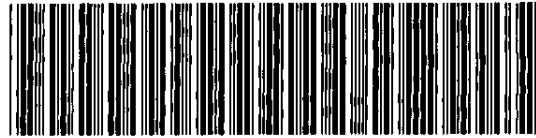
(Business Entity Name)

(Document Number)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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DEPARTMENT OF STATE
17 MAR 30 AM 11:28

MAR 31 2016
T. LEMIEUX

Merger

CT CORP

3458 Lakeshore Drive, Tallahassee, FL 32312

850-656-4724

850-508-1891 (cell)

Date: 3-29-17
ACCT. I20160000072

en: l SW

Name:	LAND 'N' SEA
Document #:	DISTRIBUTING, INC
Order #:	10427836

Certified Copy of Arts & Amend:			
Plain Copy:			
Certificate of Good Standing:			
Apostille/Notarial Certification:		Country of Destination:	
		Number of Certs:	

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Amount: \$ 18.75

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8.75 cert copy*

Thank you!

COVER LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: Land 'N' Sea Distributing, Inc.
Name of Surviving Corporation

The enclosed Articles of Merger and fee are submitted for filing.

Please return all correspondence concerning this matter to following:

Marsha T. Vaughn
Contact Person

c/o Brunswick Corporation
Firm/Company

1 N. Field Court
Address

Lake Forest, IL 60045
City/State and Zip Code

karen.repp@brunswick.com
E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Marsha T. Vaughn At (847) 735-4261
Name of Contact Person Area Code & Daytime Telephone Number

☒ Certified copy (optional) \$8.75 (Please send an additional copy of your document if a certified copy is requested)

STREET ADDRESS:
Amendment Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, Florida 32301

MAILING ADDRESS:
Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

ARTICLES OF MERGER
(Profit Corporations)

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The following articles of merger are submitted in accordance with the Florida Business Corporation Act, pursuant to section 607.1105, Florida Statutes.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

First: The name and jurisdiction of the surviving corporation:

<u>Name</u>	<u>Jurisdiction</u>	<u>Document Number</u> (If known/ applicable)
Land 'N' Sea Distributing, Inc.	Florida	472973

Second: The name and jurisdiction of each merging corporation:

<u>Name</u>	<u>Jurisdiction</u>	<u>Document Number</u> (If known/ applicable)
Bell Recreational Products Group, Inc.	Minnesota	

Third: The Plan of Merger is attached.

Fourth: The merger shall become effective on the date the Articles of Merger are filed with the Florida Department of State.

OR 04 / 02 / 2017 (Enter a specific date. NOTE: An effective date cannot be prior to the date of filing or more than 90 days after merger file date.)

Fifth: Adoption of Merger by surviving corporation - (COMPLETE ONLY ONE STATEMENT)

The Plan of Merger was adopted by the shareholders of the surviving corporation on 03/ 27 /2017.

The Plan of Merger was adopted by the board of directors of the surviving corporation on _____ and shareholder approval was not required.

Sixth: Adoption of Merger by merging corporation(s) (COMPLETE ONLY ONE STATEMENT)

The Plan of Merger was adopted by the shareholders of the merging corporation(s) on 03/ 27 /2017.

The Plan of Merger was adopted by the board of directors of the merging corporation(s) on _____ and shareholder approval was not required.

(Attach additional sheets if necessary)

Name of Corporation

Typed or Printed Name of Individual & Title

Marsha T. Vaughan

Martha T. Hughes

Marsha T. Vaughn - Director & Asst. Secretary

FLORIDA PLAN OF MERGER

This PLAN OF MERGER was adopted for the purpose of merging Bell Recreational Products Group, Inc. ("Bell"), a Minnesota corporation, into Land 'N' Sea Distributing, Inc. ("Distributing"), a Florida corporation. **Distributing** is the **surviving corporation** and **Bell** is the **merging corporation**.

1. **Distributing**, hereby merges **Bell** into **Distributing**.
2. The separate existence of **Bell** shall cease upon the effective date of the merger pursuant to the provisions of the Minnesota Business Corporation Act and **Distributing** shall continue its existence as the surviving corporation pursuant to the provisions of the laws of the State of Florida.
3. The issued shares of **Bell** shall not be converted in any manner, but each said share which is issued as of the effective date of the merger shall be surrendered and extinguished.
4. The Board of Directors and the proper officers of **Bell** and of **Distributing** respectively, are hereby authorized, empowered and directed to do any and all acts and things, and to make, execute, deliver, file, and/or record any and all instruments, papers, and documents which shall be or become necessary, proper, or convenient to carry out or put into effect any of the provisions of this Plan of Merger herein provided for.
5. The merger shall become effective on April 2, 2017.