

501561

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

700002552607--3
-06/09/98-01043-007
****245.00 ****157.50

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-06/09/98-01043-007
****245.00 ****122.50

Pelo Film, Inc.

Film
1st

File
First

Merger
6-11-98

Signature

CC

Requested by:

Chel 6-9 937

Name

Date

Time

Walk-In

Will Pick Up

FILED
98 JUN 10 AM 10:33
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED
98 JUN -9 AM 10:15

Art of Inc. File
LTD Partnership File
Foreign Corp. File
L.C. File
Fictitious Name File
Trade/Service Mark
✓ Merger File 3 corps
Art. of Amend. File
RA Resignation
Dissolution / Withdrawal
Annual Report / Reinstatement
✓ Cert. Copy
Photo Copy
Certificate of Good Standing
Certificate of Status
Certificate of Fictitious Name
Corp Record Search
Officer Search
Fictitious Search
Fictitious Owner Search
Vehicle Search
Driving Record
UCC 1 or 3 File
UCC 11 Search
UCC 11 Retrieval
Courier

ARTICLES OF MERGER
Merger Sheet

MERGING:

ROYAL PALM POLO-SPORTS CLUB, INC., a Florida corporation, 311282
C & O FARMS CO., a Florida corporation, 557426

INTO

POLO FILM, INC., a Florida corporation, 501561

File date: June 10, 1998

Corporate Specialist: Cheryl Coulliette



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

June 9, 1998

CAPITAL CONNECTION, INC.

TALLAHASSEE, FL

SUBJECT: POLO FILM, INC.
Ref. Number: 501561

We have received your document for POLO FILM, INC. and check(s) totaling \$245.00. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The merger should include the manner and basis of converting the shares of each corporation into shares, obligations, or other securities of the surviving corporation or any other corporation or, in whole or in part, into cash or other property and the manner and basis of converting rights to acquire shares of each corporation into rights to acquire shares, obligations, or other securities of the surviving or any other corporation or, in whole or in part, into cash or other property.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6903.

Cheryl Coulliette
Document Specialist

Letter Number: 498A00032354

RECEIVED
98 JUN 10 PM 3:56
DIVISION OF CORPORATION
Sandra Mortham

ARTICLES OF MERGER

OF

POLO FILM, INC.,
a Florida corporation

AND

ROYAL PALM POLO – SPORTS CLUB, INC.,
a Florida Corporation

AND

C & O FARMS CO.,
a Florida Corporation

FILED
98 JUN 10 AM 10:33
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to Section 617.1105 of the Florida Statutes, the undersigned corporations adopt the following Articles of Merger. The name of the surviving corporation, upon the effective date of merger, will be POLO FILM, INC., a Florida corporation.

1. PLAN OF MERGER

(a) The names of the corporations proposing to merge are:

- (1) POLO FILM, INC., a Florida corporation
- (2) ROYAL PALM POLO – SPORTS CLUB, INC., a Florida Corporation
- (3) C & O FARMS CO., a Florida corporation

The name of the surviving corporation into which each other corporation plans to merge is:

POLO FILM, INC., a Florida corporation.

(b) The terms and conditions of the proposed merger are:

(1) Date of Adoption: March 2, 1998, by each corporation

(2) Effective Date: May 15, 1998

(3) Office Address: 18000 Jog Road
Boca Raton, Florida 33496

(4) Fiscal Year: November 1 – October 31

(5) Officers and Directors:

President and Director: Thomas E. Oxley
Vice President and Treasurer/Director: Thomas E. Rains
Secretary: Michael W. Pierce
Assistant Treasurer: Colleen White

(c) Changes in Articles of Incorporation of surviving corporation, POLO FILM, INC., a Florida corporation, are:

(1) The location and place of business will be changed as above.

(2) The Officers/Directors will be changed as above.

(d) The Merger is being effected so as to effectively do business as one corporation instead of three corporations.

2. ADOPTION OF AGREEMENT

The plan of merger was adopted by a special meeting of the Directors and all Shareholders of each of the corporations on March 2, 1998. At each of the meetings, a quorum was present and the plan of merger received, in each case, the votes were sufficient for unanimous approval. The plan was adopted by written consent and executed in accordance with Section 617.0701. It was approved that for each one share of each corporation, each shareholder would receive 1 share of POLO FILM, INC., a Florida corporation, and POLO FILM, INC. would end up with a total of 603 shares.

3. EFFECTIVE DATE

The effective date of the merger will be May 15, 1998.

DATED THE 3rd DAY OF June, 1998.

ATTEST:

POLO FILM, INC.
A Florida corporation

By: 

By: 

THOMAS E. RAINS,
Vice President

(SEAL)

ATTEST:

ROYAL PALM POLO - SPORTS CLUB, INC.,
A Florida corporation

By: 

By: 

THOMAS E. RAINS,
Vice President

(SEAL)

ATTEST:

C & O FARMS, CO.,
A Florida corporation

By: 

By: 

THOMAS E. RAINS,
Vice President

STATE OF OKLAHOMA
COUNTY OF TULSA

The foregoing instrument was acknowledged before me this 3rd day of June, 1998, by THOMAS E. RAINS, Vice President of POLO FILM, INC., ROYAL PALM POLO - SPORTS CLUB, INC., and C & O FARMS CO., all Florida corporations, on behalf of the merged corporations, and he produced _____ as identification or is personally known to me.


NOTARY PUBLIC

My commission Expires:

