

609278

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

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☐ MAIL

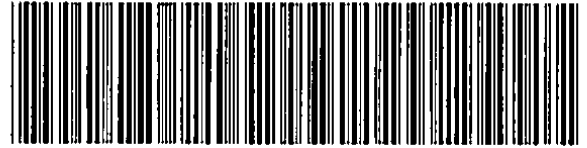
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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2021 NOV 19 PM 2:59

Alger

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FLORIDA DEPARTMENT OF STATE
Division of Corporations

November 22, 2021

CAPITAL CONNECTION, INC.

SUBJECT: COMMUNICATIONS INTERNATIONAL, INC.
Ref. Number: 609278

We have received your document for COMMUNICATIONS INTERNATIONAL, INC. and your check(s) totaling \$60.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The fee to file the merger when filing pursuant to 607.1105, Florida Statutes and the profit entity is surviving the merger is \$35.00 per entity.

There is a balance due of \$10.00.

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) 245-6050.

Irene Albritton
Regulatory Specialist III

Letter Number: 221A00028235

2021 NOV 23 PM 2:42
ALLAHABAD, INDIA

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

COMMUNICATIONS INTERNATIONAL INC

Signature _____

Requested by:

Name _____ Date _____ Time _____

Walk-In _____ Will Pick Up _____

____ Art of Inc. File _____
____ LTD Partnership File _____
____ Foreign Corp. File _____
____ L.C. File _____
____ Fictitious Name File _____
____ Trade/Service Mark _____
✓ ____ Merger File _____
____ 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 OF
HURRICANE ELECTRONICS OF MONTGOMERY, LLC
(an Alabama limited liability company)
AND
COMMUNICATIONS INTERNATIONAL, INC.
(a Florida corporation)


Pursuant to the provisions of Sections 607.1104 and 607.1105 of the Florida Business Corporation Act (the "Act"), Communications International, Inc., a Florida corporation, hereby adopts the following Articles of Merger relating to the merger of its subsidiaries pursuant to Section 607.1104 of the Act as described in further detail below.

1. Parties to the Merger. The surviving corporation of the merger is Communications International, Inc., a Florida corporation (the "Surviving Corporation"). The merging entity is Hurricane Electronics of Montgomery, LLC, an Alabama limited liability company (the "Merging Entity").
2. Merger between Parent and Subsidiary Pursuant to Section 607.1104 of the Act. The merger is being effected pursuant to Section 607.1104 of the Act as a merger between a parent and subsidiary. Prior to the effectiveness of the merger, the Surviving Corporation owned 100% of the issued and outstanding units of the Merging Entity.
3. Plan of Merger. The Plan of Merger adopted by the Parent is attached hereto as Exhibit A.
4. Approval of the Surviving Corporation Board. The Plan of Merger was duly approved by the Directors of the Surviving Corporation on July 22, 2021. No approval of the shareholders of Surviving Corporation was required.
5. Approval of Shareholders of the Merging Entity. The Plan of Merger was approved by the Surviving Corporation Board of Directors on behalf of the Surviving Corporation as the sole unitholder of the Merging Entity and by the manager of the Merging Entity on July 22, 2021.
6. Effective Date. The effective date of the merger shall be the date of filing of these Articles of Merger with the Florida Department of State.

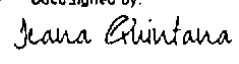
[SIGNATURES ON NEXT PAGE]

IN WITNESS WHEREOF, these Articles of Merger have been executed this 18th day of November 2021 for delivery to the Florida Department of State, effective as of the date of the filing of this document by the Florida Department of State.

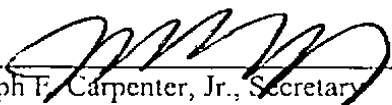
ATTEST:

By: 
Joseph E. Carpenter, Jr., Secretary

Communications International, Inc.
a Florida corporation

By: 
Jeana Quintana, Chief Financial Officer

ATTEST:

By: 
Joseph E. Carpenter, Jr., Secretary

Hurricane Electronics of Montgomery, LLC
an Alabama limited liability company

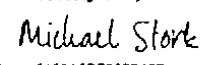
By: 
Michael Stork, Manager

EXHIBIT A
TO
ARTICLES OF MERGER

AGREEMENT AND
PLAN OF MERGER
OF
HURRICANE ELECTRONICS OF MONTGOMERY, LLC
(an Alabama limited liability company)
AND
COMMUNICATIONS INTERNATIONAL, INC.
(a Florida corporation)

AGREEMENT AND PLAN OF MERGER, dated this 18th day of November 2021, pursuant to Section 607.1104 of the Business Corporation Act of the State of Florida, between Hurricane Electronics of Montgomery, LLC, an Alabama limited liability company ("HEM") and Communications International, Inc., a Florida corporation, ("Ci").

WITNESSETH:

WHEREAS, Ci is the parent and sole member of, and owns all of the issued and outstanding units of HEM; and

WHEREAS, Ci and HEM, the constituent entities, desire to merge into a single corporation; and

NOW THEREFORE, the entities, parties to this Agreement, in consideration of the mutual covenants, agreements and provisions hereinafter contained do hereby prescribe the terms and conditions of said merger and mode of carrying the same into effect as follows:

FIRST: HEM hereby merges into Ci with Ci being the surviving entity.

SECOND: The Articles of Incorporation of Ci, in effect immediately before the effective date of the merger provided in this Agreement, shall, without any changes, continue in full force and effect as the Articles of Incorporation of the corporation surviving this merger until further amended as permitted by law.

THIRD: The effects of the merger on the securities of Ci and HEM shall be as follows:

(a) Each share of common stock of Ci, which shall be issued and outstanding on the effective date of this Agreement, shall remain issued and outstanding.

(b) Each unit of HEM which shall be outstanding on the effective date of this Agreement, and all rights in respect thereof shall forthwith be canceled and retired without any payment therefor.

FOURTH: The terms and conditions of the merger are as follows:

(a) The by-laws of the surviving corporation as they shall exist on the effective date of this Agreement shall be and remain the by-laws of the surviving corporation until the same shall be altered, amended and repealed as therein provided.


(b) The directors and officers of the surviving corporation shall continue in office until the next annual meeting of stockholders and until their successors shall have been elected and qualified.

(c) This merger shall become effective upon filing with the Secretary of State of Florida.

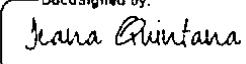
(d) Upon the merger becoming effective, all the property, rights, privileges, franchises, patents, trademarks, licenses, registrations and other assets of every kind and description of HEM shall be transferred to, vested in and devolve upon Ci without further act or deed and all property, rights, and every other interest of the surviving corporation and the merged company shall be as effectively the property of the surviving corporation as they were of the surviving corporation and the merged company respectively. The merged company hereby agrees from time to time, as and when requested by the surviving corporation or by its successors or assigns, to execute and deliver or cause to be executed and delivered all such deeds and instruments and to take or cause to be taken such further or other action as the surviving corporation may deem to be necessary or desirable in order to vest in and confirm to the surviving corporation title to and possession of any property of the merged company acquired or to be acquired by reason of or as a result of the merger herein provided for and otherwise to carry out the interest and purposes hereof and the proper officers and directors of the merged company and the proper officers and directors of the surviving corporation are fully authorized in the name of the merged company or otherwise to take any and all such action.

IN WITNESS WHEREOF, the parties to this Agreement, pursuant to the approval and authority duly given by resolutions adopted by the Boards of Directors of Ci on behalf of itself and as the sole unitholder of HEM, have caused these presents to be executed by the Chief Financial Officer of Ci and the manager of HEM as the respective act, deed and agreement of each of said entities, on this 18th day of November, 2021.


ATTEST:

By: 
Joseph E. Carpenter, Jr., Secretary

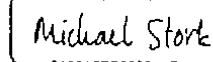
Communications International, Inc.
a Florida corporation

DocuSigned by:
By: 
Jeana Quintana, Chief Financial Officer

ATTEST:

By: 
Joseph E. Carpenter, Jr., Secretary

Hurricane Electronics of Montgomery, LLC
an Alabama limited liability company

DocuSigned by:
By: 
Michael Stork, Manager