

701140

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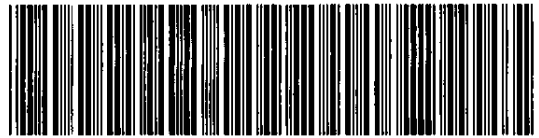
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TALLAHASSEE, FLORIDA

merger  
then  
2-9-10

**COVER LETTER**

**TO:** Amendment Section  
Division of Corporations

**SUBJECT:** Cedarlawn Baptist Church, 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:

Charles S. Liberis

(Contact Person)

Liberis & Associates, PA

(Firm/Company)

212 W. Intendencia Street

(Address)

Pensacola, FL 32502

(City/State and Zip Code)

For further information concerning this matter, please call:

Charles S. Liberis

(Name of Contact Person)

At ( 850 ) 438-9647

(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



FLORIDA DEPARTMENT OF STATE  
Division of Corporations

November 18, 2009

CHARLES S. LIBERIS  
LIBERIS & ASSOCIATES PA  
212 W. INTENDENCIA STREET  
PENSACOLA, FL 32502

SUBJECT: CEDARLAWN BAPTIST CHURCH, INC.  
Ref. Number: 701140

We have received your document for CEDARLAWN BAPTIST CHURCH, INC. and check(s) totaling \$43.75. However, your check(s) and document are being returned for the following:

The fee to file articles of merger or articles of share exchange is \$35 per party to the merger or share exchange. Certified copies are optional and are \$8.75 for the first 8 pages of the document, and \$1 for each additional page, not to exceed \$52.50.

The check should be in the amount of \$78.75.

If you have any questions concerning this matter, please either respond in writing or call (850) 245-6905.

Thelma Lewis  
Document Specialist Supervisor

Letter Number: 709A00035908

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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**Fifth: ADOPTION OF MERGER BY SURVIVING CORPORATION**  
(COMPLETE ONLY ONE SECTION)

**SECTION I**

The plan of merger was adopted by the members of the surviving corporation on January 21, 2009.  
The number of votes cast for the merger was sufficient for approval and the vote for the plan was as follows:  
14 FOR 1 AGAINST

**SECTION II**

(CHECK IF APPLICABLE) ☐ The plan or merger was adopted by written consent of the members and executed in accordance with section 617.0701, Florida Statutes.

**SECTION III**

There are no members or members entitled to vote on the plan of merger.  
The plan of merger was adopted by the board of directors on \_\_\_\_\_. The number of directors in office was \_\_\_\_\_. The vote for the plan was as follows: \_\_\_\_\_ FOR \_\_\_\_\_ AGAINST

**Sixth: ADOPTION OF MERGER BY MERGING CORPORATION(s)**  
(COMPLETE ONLY ONE SECTION)

**SECTION I**

The plan of merger was adopted by the members of the merging corporation(s) on January 4, 2009. The number of votes cast for the merger was sufficient for approval and the vote for the plan was as follows: 11 FOR 2 AGAINST

**SECTION II**

(CHECK IF APPLICABLE) ☐ The plan or merger was adopted by written consent of the members and executed in accordance with section 617.0701, Florida Statutes.

**SECTION III**

There are no members or members entitled to vote on the plan of merger.  
The plan of merger was adopted by the board of directors on \_\_\_\_\_. The number of directors in office was \_\_\_\_\_. The vote for the plan was as follows: \_\_\_\_\_ FOR \_\_\_\_\_ AGAINST

**Seventh: SIGNATURES FOR EACH CORPORATION**

Name of Corporation

Signature of the chairman/  
vice chairman of the board  
or an officer.

Typed or Printed Name of Individual & Title

Schwab Drive Baptist Church of Pensacola Inc.

Orey D. Ward

Orey D. Ward, Director

Cedarlawn Baptist Church, Inc.

Charles A. Sims

Charles A. Sims, Chairman/Director

\_\_\_\_\_

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## **PLAN OF MERGER**

The following plan of merger is submitted in compliance with section 617.1101, Florida Statutes and in accordance with the laws of any other applicable jurisdiction of incorporation.

The name and jurisdiction of the **surviving** corporation:

Name

Jurisdiction

Cedarlawn Baptist Church, Inc.

State of Florida

The name and jurisdiction of each **merging** corporation:

Name

Jurisdiction

Schwab Drive Baptist Church of Pensacola Inc.

State of Florida

\_\_\_\_\_

\_\_\_\_\_

\_\_\_\_\_

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The terms and conditions of the merger are as follows:

Upon completion of merger, Cedarlawn Baptist Church, Inc. will amend their name to Creighton Road Baptist Church, Inc. and retain the property owned by Cedarlawn Baptist Church, Inc. 1507 Creighton Road, Pensacola, Florida. Schwab Drive Baptist Church will be leased to a Baptist Portuguese congregation.

A statement of any changes in the articles of incorporation of the surviving corporation to be effected by the merger is as follows:

Amend name to Creighton Road Baptist Church. Inc.

Other provisions relating to the merger are as follows: