

JAN. -13' 98 (TUE) 13:44

MACFARLANE FERGUSON

TEL: 8134428470

P. 001

707933

1/13/98

FLORIDA DIVISION OF CORPORATIONS  
PUBLIC ACCESS SYSTEM  
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((H98000000750 3)))

TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4000

FROM: MACFARLANE AUSLEY II (CLEARWATER)

ACCT#: 071005001001

CONTACT: PRISCILLA ADAMS

PHONE: (813)441-8966

FAX #: (813)442-8470

NAME: KIWANIS CLUB OF CLEARWATER, INC.

AUDIT NUMBER.....H98000000750

DOC TYPE.....MERGER OR SHARE EXCHANGE

CERT. OF STATUS..0 PAGES..... 3

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EST.CHARGE.. \$70.00

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AUDIT NUMBER ON THE TOP AND BOTTOM OF ALL PAGES OF THE DOCUMENT

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Merger  
w/ Name  
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01/16/98

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98 JAN 16 PM 3:36  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

707933

ARTICLES OF MERGER  
Merger Sheet

MERGING: \_\_\_\_\_

KIWANIS CLUB OF CLEARWATER EAST, INC., a Florida corporation, 727730

INTO

KIWANIS CLUB OF CLEARWATER, INC. which changed its name to

**KIWANIS CLUB OF GREATER CLEARWATER, INC.**, a Florida corporation,  
707933.

File date: January 16, 1998 , effective January 31, 1998

Corporate Specialist: Darlene Connell

JAN. -16' 98 (FRI) 11:41

MACFARLANE FERGUSON

TEL: 8134428470

P. 001

9041922-3709

01/14/98 09:42 Florida Department pl /1



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham

Secretary of State

January 14, 1998

KIWANIS CLUB OF CLEARWATER, INC.  
POST OFFICE BOX 8206  
CLEARWATER FLA, 34618

SUBJECT: KIWANIS CLUB OF CLEARWATER, INC.  
REF: 707933

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The word "initial" or "first" should be removed from the article regarding directors, officers, and/or registered agent, unless these are the individuals originally designated at the time of incorporation.

We must have an address for the new officers and directors listed within the merger in order to update our records.

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) 497-6906.

Darlane Connell  
Corporate Specialist

FAX Aud. #: H98000000750  
Letter Number: 098A00002059

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98 JAN 16 PM 1:11  
DIVISION OF CORPORATIONS

Fax Audit No. H98000000750

**ARTICLES OF MERGER  
OF  
KIWANIS CLUB OF CLEARWATER EAST, INC.  
INTO  
KIWANIS CLUB OF CLEARWATER, INC.**

**EFFECTIVE DATE**  
**01-31-98**

1. The Plan of Merger by which KIWANIS CLUB OF CLEARWATER EAST, INC. is merged into KIWANIS CLUB OF CLEARWATER, INC., a copy of which is attached hereto and incorporated herein by reference, was adopted by the Directors of each corporation and by vote of the members in a sufficient number sufficient for approval by meetings held on the 11th day of SEPTEMBER, 1997, and on the 26th day of AUGUST, 1997, respectively.

2. The effective date of the merger shall be the 31st day of January, 1998.

DATED this 6th day of JANUARY, 1998.

ATTEST:

Jeffrey A. Koch  
Secretary  
**JEFFREY A. KOCH**  
SECRETARY

KIWANIS CLUB OF CLEARWATER EAST,  
INC.

By: Kelley L. House

Name: Kelley L. House  
Title: President

KIWANIS CLUB OF CLEARWATER, INC.

ATTEST:

Robert A. Vest  
Secretary  
**ROBERT A. VEST**  
SECRETARY

By: Wend Johansen

Name: Wend Johansen  
Title: President

STATE OF FLORIDA  
COUNTY OF PINELLAS

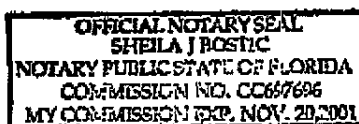
I HEREBY CERTIFY, that on this day personally appeared before me, an officer duly authorized to administer oaths and take acknowledgments, Kelley L. House, as President of KIWANIS CLUB OF CLEARWATER EAST, INC., to me personally known to be the individual described in and who executed the foregoing instrument to be who has produced XXXXXX as their best evidence and who did take an oath and acknowledged before me that he executed the same for the purposes therein expressed and in the capacity so stated.

WITNESS my hand and official seal at Odessa, Florida, said County and State, this 8th day of JANUARY, 1998.

Prepared by:

J. Paul Raymond, Esq.  
P. O. Box 1669  
Clearwater, FL 33757  
(813) 441-8966  
Fla. Bar No. 169268

Sheila J. Bostic  
Notary Public  
Print Name: Sheila J. Bostic  
My Commission Expires:



Fax Audit No. H98000000750

JAN. -16' 98(FRI) 11:42

MACFARLANE FERGUSON

TEL:8134428470

P.003

Fax Audit No. H98000000750

STATE OF FLORIDA  
COUNTY OF PINELLAS

I HEREBY CERTIFY, that on this day personally appeared before me, an officer duly authorized to administer oaths and take acknowledgments, Wanda Gasho/AAA, as President of KIWANIS CLUB OF CLEARWATER, INC., to me personally known to be the individual described in and who executed the foregoing instrument of ~~for~~ ~~not produced~~ ~~XXXXXX~~ ~~as~~ ~~identification~~ and who did take an oath and acknowledged before me that he executed the same for the purposes therein expressed and in the capacity so stated.

WITNESS my hand and official seal at Pinellas, Florida, said County and State, this 8th day of January, 1998.

Sheila J. Bastic  
Notary Public  
Print Name: Sheila J. Bastic  
My Commission Expires:

OFFICIAL NOTARY SEAL  
SHEILA J BASTIC  
NOTARY PUBLIC STATE OF FLORIDA  
COMMISSION NO. CC697696  
MY COMMISSION EXP. NOV. 20, 2001

Fax Audit No. H98000000750

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Plan of Merger of Kiwanis Club of Clearwater East, Inc.  
into Kiwanis Club of Clearwater, Inc.

1. Kiwanis Club of Clearwater East, Inc., upon filing Articles of Merger, shall merge into Kiwanis Club of Clearwater, Inc., which is hereby designated as the surviving corporation.
2. Each member of Kiwanis Club of Clearwater East, Inc. and each member of Kiwanis Club of Clearwater, Inc. shall be a member of the surviving corporation.
3. The charter issued to the Kiwanis Club of Clearwater East, Inc. by Kiwanis International shall be surrendered and the Key Number of Kiwanis Club of Clearwater, Inc. shall be the Key Number for the surviving corporation.
4. The Articles of Incorporation of Kiwanis Club of Clearwater, Inc. shall, upon the filing of the Articles of Merger, be amended to change the name of the surviving corporation to KIWANIS CLUB OF GREATER CLEARWATER, INC.
5. The officers and directors of the surviving corporation, all of which are located at 2111 Drew St., Clearwater, FL 33765, shall be as follows:

Wayne Williams	-	President
John Graham	-	Secretary
Marv Martin	-	Director
Dave Sellers	-	Director
Phil Gray	-	Director
Howard Ward	-	Director
Thomas Eddy	-	Director
Jerry Lorenz	-	Director
Wayne Williams	-	Director
Ward Johnsen	-	Director
Kelly Moxey	-	Director

KIWANIS CLUB OF CLEARWATER, INC.

By: Ward Johnsen  
Its President  
Ward Johnsen

By: Robert A. Vest  
Its Secretary  
Robert A. Vest

KIWANIS CLUB OF CLEARWATER  
EAST, INC.

By: Kelly L. Moxley  
Its President  
Kelly L. Moxley

By: Jeffrey A. Koch  
Its Secretary  
Jeffrey A. Koch