

712346

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

(Business Entity Name)

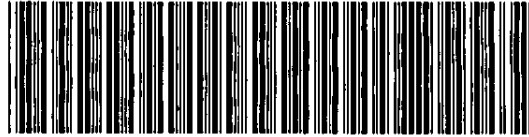
(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Merger

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merged

11/21/14--01015--018 **78.75

FILED
2014 NOV 21 PM 1:12
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

DR
12/3/14

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November 19, 2014

OUR FILE NO:

14-391

AMENDMENT SECTION
DIVISION OF CORPORATIONS
POST OFFICE BOX 6327
TALLAHASSEE, FLORIDA 32314

**Re: WINTER HAVEN ELKS' CLUB, INC.
LAKE WALES ELKS LODGE, INC, LODGE NO. 1974**

Gentlemen:

Please find enclosed to be filed an original and 1 copy of the Articles of Merger and the Plan of Merger.

Also enclosed is our check in the amount of \$78.75 for your filing fee with includes a certified copy of the letter of acknowledgment.

Thank you for your cooperation and assistance in this matter.

Cordially yours,



STEPHEN F. BAKER

SFB/cmh
Enclosures

ARTICLES OF MERGER

(Not for Profit Corporations)

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The following articles of merger are submitted in accordance with the Florida Not For Profit Corporation Act, pursuant to section 617.1105, Florida Statutes.

First: The name and jurisdiction of the surviving corporation:

<u>Name</u>	<u>Jurisdiction</u>	<u>Document Number</u> (If known/ applicable)
Winter Haven Elk's Club, Inc.	Florida	712346

Second: The name and jurisdiction of each merging corporation:

<u>Name</u>	<u>Jurisdiction</u>	<u>Document Number</u> (If known/ applicable)
Winter Haven Elk's Club, Inc.	Florida	712346
Lake Wales E/ks Lodge, Inc. Lodge No. 1974	Florida	N47247

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 ____/____/____ (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).

(Attach additional sheets if necessary)

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 8/7/2014.
The number of votes cast for the merger was sufficient for approval and the vote for the plan was as follows:
31 FOR -0- 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 7/24/2014. The number of votes cast for the merger was sufficient for approval and the vote for the plan was as follows: 16 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

WINTER HAVEN ELKS CLUB, INC. Gil Brady

Gil Brady President

WINTER HAVEN ELKS CLUB, INC. Carl Kirkland

CARL Kirkland trustee

WINTER HAVEN ELKS CLUB, INC. James E. Griffin

James E. Griffin Board of Directors

WINTER HAVEN ELKS CLUB, INC. Marion E. Carthew

MARION E. CARTHEW BOARD OF DIRECTORS

WINTER HAVEN ELKS CLUB, INC. Don Bernier

DON Bernier Trustee

LAKE WAKE ELKS LODGE, INC. Linda Bailey
LODGE NO 1774

LINDA BAILEY, TRUSTEE

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

Winter Haven Elk's Club, Inc.

Florida

The name and jurisdiction of each merging corporation:

Name

Jurisdiction

Lake Wales Elks Lodge, Inc.

Florida

Lodge No 1974

The terms and conditions of the merger are as follows: Lake Wales Elks Lodge, Inc. Lodge #1974 shall merge into and become a part of Winter Haven Elk's Club, Inc. Winter Haven Elk's Club, Inc. shall become the owner of all assets of Lake Wales Elks Lodge, Inc., Lodge No. 1974. Winter Haven Elk's Club, Inc. shall assume all debts & obligations of Lake Wales Elks Lodge, Inc., Lodge 1974, to the extent that any such exists. By this merger, title to all real property held in the name of Lake Wales Elks Lodge, Inc., Lodge No 1974 or in the name of Trustees of said Elks Lodge shall be vested in Winter Haven Elk's Club, Inc.

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

Other provisions relating to the merger are as follows: