

714684

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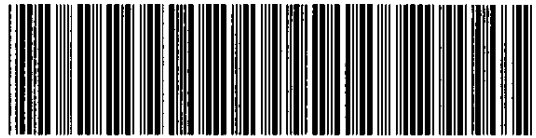
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Merger

TB 5-1-09

MOORE, HILL & WESTMORELAND, P.A.

ATTORNEYS AT LAW

H. EDWARD MOORE, JR.*
LARRY HILL *
YANCEY F. LANGSTON
CHARLES F. BEALL, JR.†
GEORGE R. MEAD, II
MARGARET T. STOPP
DOUGLAS S. WOODWARD †
SARAH DYRDA CRANE
TIFFANY A. DURST †
DANIEL M. EWERT
AMY M. KLOTZ †

Ninth Floor
SunTrust Tower
220 West Garden Street
Pensacola, Florida 32502
Telephone (850) 434-3541

J. LOFTON WESTMORELAND
(1946 - 2004)
Post Office Box 13290
Pensacola, Florida 32591-3290
Telecopier (850) 435-7899
Internet
<http://www.mhw-law.com>

* Board Certified Civil Trial Lawyer
† Board Certified Appellate Lawyer
‡ Certified Circuit Court Mediator
* Also Admitted in Alabama

April 24, 2009

Writer's Email Address:
jpinette@mhw-law.com

Amendment Section
Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

Re: Articles of Merger for West Florida Historic Preservation, Inc.
And Pensacola Historical Society, Inc.

Dear Sir or Madam:

Enclosed please find the Articles of Merger for filing with the Division of Corporations for the above-referenced corporations. Our firm's check in the amount of \$70.00 is enclosed for the filing fees. Thank you for your assistance in this matter and if you have any questions, please do not hesitate to contact us.

Very truly yours,

MOORE, HILL & WESTMORELAND, P.A.



Judy Pinette, CLA to
Margaret T. Stopp

/jap
Enclosures

ARTICLES OF MERGER
(Not for Profit Corporations)

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)
<u>West Florida Historic Preservation, Inc.</u>	<u>Florida</u>	<u>714684</u>

Second: The name and jurisdiction of each merging corporation:

<u>Name</u>	<u>Jurisdiction</u>	<u>Document Number</u> (If known/ applicable)
<u>Pensacola Historical Society, Inc.</u>	<u>Florida</u>	<u>705631</u>
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____

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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 Oct. 20, 2008.
The number of votes cast for the merger was sufficient for approval and the vote for the plan was as follows:
Unanimous FOR _____ 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 Oct. 23, 2008. The number of votes cast for the merger was sufficient for approval and the vote for the plan was as follows: All FOR _____ AGAINST 3 abstentions

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 _____

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:

<u>Name</u>	<u>Jurisdiction</u>
<u>West Florida Historic Preservation, Inc.</u>	<u>Florida</u>

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

<u>Name</u>	<u>Jurisdiction</u>
<u>Pensacola Historical Society, Inc.</u>	<u>Florida</u>
_____	_____
_____	_____
_____	_____
_____	_____

The terms and conditions of the merger are as follows:

Pensacola Historical Society, Inc. shall merge into West Florida Historic Preservation, Inc. Pensacola Historical Society shall transfer any and all assets it owns to West Florida Historic Preservation, Inc.

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

None

Other provisions relating to the merger are as follows:

None