

726823

ARTICLES OF MERGER
Merger Sheet

MERGING: -----

SUNCOAST EPILEPSY SERVICES, INC., a Florida corporation, N94000000138

INTO

SUNCOAST EPILEPSY ASSOCIATION, INCORPORATED, a Florida
corporation, 726823.

File date: October 9, 1997

Corporate Specialist: Velma Shepard

726823

LAW OFFICES
GREGORY & MOLHEM

PROFESSIONAL ASSOCIATION

442 WEST KENNEDY BLVD., SUITE 340
TAMPA, FLORIDA 33606
813-254-0111
FAX 813-254-0116
EMAIL GREGORY-MOLHEM@juno.com

October 6, 1997

FILED
97 OCT -9 PM 2:49
SECRETARY OF STATE
TALLAHASSEE FLORIDA

Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

100002315931--1
-10/09/97--01051--015
*****70.00 *****70.00

**Re: Articles of Merger between Suncoast Epilepsy Association, Inc. and
Suncoast Epilepsy Services, Inc.**

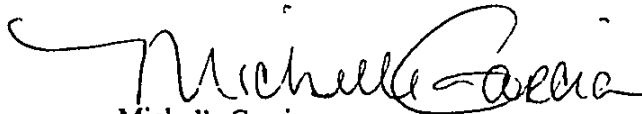
To Whom It May Concern:

Enclosed is an original and one (1) copy of the Articles of Merger between Suncoast Epilepsy Association, Inc. and Suncoast Epilepsy Services, Inc. Also enclosed is a check in the amount of \$70.00 for the filing fee. Please file the original document with the Florida Department of State/Division of Corporations and return a stamped copy for our file.

Thank you for your assistance in this matter.

Sincerely,

GREGORY & MOLHEM, P.A.



Michelle Garcia
Legal Assistant to
Douglas S. Gregory

VS OCT 16 1997

/mag
Enclosures

Merger

**ARTICLES OF MERGER BETWEEN SUNCOAST EPILEPSY ASSOCIATION, INCORPORATED
AND SUNCOAST EPILEPSY SERVICES, INC.**

Pursuant to Section 617.1105 of the Florida Not For Profit Corporation Act, Suncoast Epilepsy Services, Inc. ("SES") and Suncoast Epilepsy Association, Incorporated, have adopted the following Articles of Merger for the purpose of merging Suncoast Epilepsy Services, Inc. into the Survivor, the latter of which is to survive the merger.

ARTICLE I

The Plan of Merger is as follows:

PLAN OF MERGER

Suncoast Epilepsy Services, Inc., a Florida not for profit corporation ("SES"), and Suncoast Epilepsy Association, Inc., a Florida not for profit corporation (the "Survivor"), hereby adopt the following plan of merger pursuant to Section 617.1101, Florida Statutes.

- a) The names of each corporation planning to merge are:

Suncoast Epilepsy Services, Inc.
Suncoast Epilepsy Association, Incorporated

- b) The name of the surviving corporation is:

Suncoast Epilepsy Association, Incorporated

- c) The terms and conditions of merger are as follows:

On the effective date of the merger, the separate existence of SES shall cease and the Survivor shall succeed to all the rights, privileges, immunities, and franchises and all the property, real, personal and mixed of SES without the necessity for any separate transfer. The Survivor shall thereafter be responsible and liable for all obligations of SES, and neither the rights of the creditors nor any liens on the property of SES shall be impaired by the merger. There shall be no changes in the Articles of Incorporation of the Survivor as a result of this merger.

- d) The assets of SES shall be reported in the accounts of the Survivor at their book value as of the effective date of the merger. The aggregate assets of SES and the Survivor shall become that of the Survivor.
- e) Effective date of the merger shall be October 1, 1997.

FILED
OCT 9 1997
TALLAHASSEE, FLORIDA

ARTICLE II

Effective date of the merger shall be October 1, 1997.

ARTICLE III

SES has no members. SES adopted the Plan of Merger on October 1, 1997 by unanimous written consent of the twenty-one (21) Board of Directors then in office, pursuant to F.S. Sec. 617.1103. The Survivor has members, but such members are not entitled to vote on a plan of merger. The Survivor adopted the Plan of Merger on October 1, 1997 by unanimous written consent of the twenty-one (21) Board of Directors then in office, pursuant to F.S. Sec. 617.1103. The votes constituted a sufficient number of votes of both corporations to approve the merger.

IN WITNESS WHEREOF, the undersigned have executed this document this 1 day of October, 1997.

Suncoast Epilepsy Services, Inc.

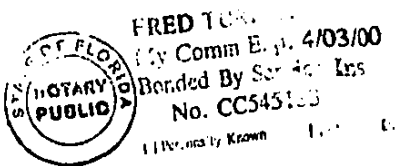
By: [Signature]
Anthony Lester, as President of
Suncoast Epilepsy Services, Inc.

STATE OF FLORIDA)
COUNTY OF Pinellas)SS:

BEFORE ME, the undersigned authority, personally appeared Anthony Lester, who is the President of Suncoast Epilepsy Services, Inc., and who is personally known to me or who produced Personally Known as identification, and who acknowledged before me that he/she executed the above Articles of Merger on behalf of Suncoast Epilepsy Services, Inc. for the purposes therein stated.

[Signature]
NOTARY PUBLIC
Expiration Date: 4-03-00

FRED TUCKER
My Comm. Exp. 4/03/00
Bonded By Sec. 401 Ins
No. CC545133
I Personally Know



Suncoast Epilepsy Association, Inc.

By: *Anthony Lester*
Anthony LESTER, as President of
Suncoast Epilepsy Association, Inc.

STATE OF FLORIDA)
)SS:
COUNTY OF *Pinellas*)

BEFORE ME, the undersigned authority, personally appeared *Anthony Lester*, who is the President of Suncoast Epilepsy Association, Inc., and who is personally known to me or who produced *Personally Known* as identification, and who acknowledged before me that he/she executed the above Articles of Merger on behalf of Suncoast Epilepsy Association, Inc. for the purposes therein stated.



FRED TURNER
My Comm Exp. 4/03/00
Bonded By Service Ins
No. CC545153
☐ Personally Known ☐ Not Known

Fred Turner
NOTARY PUBLIC
Expiration Date: 4-03-00