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2024 OCT 18 PM 1:53

COVER LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: THE CRISIS CENTER OF TAMPA BAY, 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:

Jeffrey Drew Butt, Esq.

(Contact Person)

(Firm/Company)

12125 Clear Harbor Drive

(Address)

Tampa, FL 33626

(City/State and Zip Code)

For further information concerning this matter, please call:

Jeffrey Drew Butt, Esq.

(Name of Contact Person)

At (813) 382-2807

(Area Code & Daytime Telephone Number)

☒ Certified copy (optional) \$8.75 (Please send an additional copy of your document if a certified copy is requested)

Mailing Address:

Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street Address:

Amendment Section
Division of Corporations
The Centre of Tallahassee
2415 N. Monroe Street, Suite 810
Tallahassee, FL 32303

ARTICLES OF MERGER

(Not for Profit Corporations)

01 13 2025 1:23

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)
THE CRISIS CENTER OF TAMPA BAY, INC.	Florida	741931

Second: The name and jurisdiction of each merging corporation:

<u>Name</u>	<u>Jurisdiction</u>	<u>Document Number</u> (If known/ applicable)
SUCCESS 4 KIDS AND FAMILIES, INC.	Florida	N05000004311
THE CRISIS CENTER OF TAMPA BAY, INC.	Florida	741931

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 01 / 01 / 2025 (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).

Note: If the date inserted in this block does not meet the applicable statutory filing requirements, this date will not be listed as the document's effective date on the Department of State's records.

(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 _____.
The number of votes cast for the merger was sufficient for approval and the vote for the plan was as follows:
_____ 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 September 25, 2024. The number of directors in office was 21. The vote for the plan was as follows: 16 FOR 0 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 _____.
The number of votes cast for the merger was sufficient for approval and the vote for the plan was as follows: _____ 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 August 27, 2024. The number of directors in office was 9. The vote for the plan was as follows: 6 FOR 0 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

THE CRISIS CENTER OF TAMPA BAY

W.C. Lawrence A. Reynolds

Clara A. Reynolds, President *and CEO*

SUCCESS 4 KIDS AND FAMILIES, INC.

Bonnie Jeffre

Pamela Jeffre, Executive Director

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

THE CRISIS CENTER OF TAMPA BAY, INC.

Florida

The name and jurisdiction of each merging corporation:

Name

Jurisdiction

THE CRISIS CENTER OF TAMPA BAY, INC.

Florida

SUCCESS 4 KIDS AND FAMILIES, INC.

Florida

The terms and conditions of the merger are as follows:

As of January 1, 2025, (a) Success 4 Kids and Families, Inc. shall be merged into The Crisis Center of Tampa Bay, Inc.; (b) the separate corporate existence of Success 4 Kids and Families, Inc. shall cease; (c) The Crisis Center of Tampa Bay, Inc. shall continue its not-for-profit corporate existence under Florida law; (d) The Crisis Center of Tampa Bay, Inc. shall succeed to all the rights and property of Success 4 Kids and Families, Inc. and shall be subject to all the debts, liabilities, and obligations of Success 4 Kids and Families, Inc.; and (v) the merger shall have all other effects prescribed by law.

This Plan of Merger may be ^{warranties} terminated by either party on or before January 1, 2025 if in such party's discretion any of the below representations or ~~warranties~~ are not true or if there has been in such party's reasonable opinion a material adverse change (financially or otherwise) in the other party.

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:

Each of Success 4 Kids and Families, Inc. and The Crisis Center of Tampa Bay, Inc., respectively, represents and warrants that:

(a) it is a nonprofit corporation duly organized, validly existing and in good standing under the laws of the State of Florida and has the requisite corporate power and authority to carry on its business as now being conducted;

(b) it has the requisite corporate power and authority to enter into this Plan of Merger and to consummate the transactions contemplated hereby;

(c) it is a nonprofit corporation exempt from federal income tax pursuant to Section 501(c)(3) of the Internal Revenue Code of 1986, as amended; and

(d) all of its material contracts, liabilities and obligations of Success 4 Kids and Families, Inc. have been disclosed to The Crisis

COVER LETTER

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Tallahassee, FL 32303

ARTICLES OF MERGER

(Not for Profit Corporations)

2024 OCT 16 PM 1:29

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THE CRISIS CENTER OF TAMPA BAY, INC.	Florida	741931

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(COMPLETE ONLY ONE SECTION)

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SECTION III

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The plan of merger was adopted by the board of directors on September 25, 2024. The number of directors in office was 21. The vote for the plan was as follows: 16 FOR 0 AGAINST

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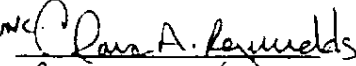
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Name of Corporation

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

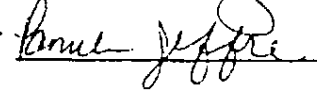
Typed or Printed Name of Individual & Title

THE CRISIS CENTER OF TAMPA BAY, INC.



Clara A. Reynolds, President and CEO

SUCCESS 4 KIDS AND FAMILIES, INC.



Pamela Jeffre, Executive Director

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

THE CRISIS CENTER OF TAMPA BAY, INC.

Jurisdiction

Florida

The name and jurisdiction of each merging corporation:

Name

THE CRISIS CENTER OF TAMPA BAY, INC.

Jurisdiction

Florida

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Florida

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This Plan of Merger may be terminated by either party on or before January 1, 2025 if in such party's discretion any of the below representations or ~~warranties~~ ^{covenants} are not true or if there has been in such party's reasonable opinion a material adverse change (financially or otherwise) in the other party.

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(a) it is a nonprofit corporation duly organized, validly existing and in good standing under the laws of the State of Florida and has the requisite corporate power and authority to carry on its business as now being conducted;

(b) it has the requisite corporate power and authority to enter into this Plan of Merger and to consummate the transactions contemplated hereby;

(c) it is a nonprofit corporation exempt from federal income tax pursuant to Section 501(c)(3) of the Internal Revenue Code of 1986, as amended; and

(d) all of its material contracts, liabilities and obligations of Success 4 Kids and Families, Inc. have been disclosed to The Crisis Center of Tampa Bay, Inc.