

Division of Corporations

743317

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Florida Department of State
Division of Corporations
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MERGER OR SHARE EXCHANGE

HARBORVIEW CHRISTIAN CHURCH, INC.

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ARTICLES OF MERGER

The undersigned, being the presidents of **HARBORVIEW CHRISTIAN CHURCH, INC.**, a Florida not-for-profit corporation, having a document number of 743317 ("Harborview"), and **Charlotte Harbor Ministries, Inc.**, a Florida not-for-profit corporation, having a document number of N05000008168 ("CHM") hereby execute these articles of merger, which shall be filed in the office of the Florida Department of State.

**ARTICLE I
Plan of Merger**

Harborview shall be the surviving corporation and CHM shall be the merging corporation. A copy of the plan of merger is attached as Exhibit "A".

**ARTICLE II
Approval**

The plan of merger was adopted by Harborview at a meeting of its members held on August 4, 2005. The number of votes cast in favor of the merger was sufficient for approval. The vote was unanimous in favor.

The plan of merger was adopted by CHM at a meeting of its Board of Directors held on August 31, 2005. The number of votes cast in favor of the merger was sufficient for approval. The vote was unanimous in favor. There are no members or members entitled to vote on the plan of merger.

**ARTICLE III
Effective Date**

The merger shall be effective on the date that these articles of merger are filed by the Florida Department of State.

James E. Moore, III, Esq.
Moore and Waksler, P.L.
1107 W. Marion Avenue, Suite 112
Punta Gorda, Florida 33950-5372
Florida Bar No. 0115634

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IN WITNESS WHEREOF, the undersigned have executed these articles of merger
on 6th September 2005.

HARBORVIEW CHRISTIAN CHURCH,
a Florida corporation



By: Paul King
Print Name: Paul King, Chairman
President



CHARLOTTE HARBOR MINISTRIES, INC.
a Florida corporation

By: Steven A. Rodriguez
Print Name: STEVEN A. RODRIGUEZ
President

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**PLAN OF MERGER
OF
HARBORVIEW CHRISTIAN CHURCH, INC., and CHARLOTTE
HARBOR MINISTRIES, INC.**

This is a plan of merger between **HARBORVIEW CHRISTIAN CHURCH, INC.**, a Florida not-for-profit corporation, and **CHARLOTTE HARBOR MINISTRIES, INC.**, a Florida not-for-profit corporation.

**ARTICLE I
Constituent Corporations**

The name of each constituent corporation is **HARBORVIEW CHRISTIAN CHURCH, INC.**, a Florida not-for-profit corporation ("Harborview"); and **CHARLOTTE HARBOR MINISTRIES, INC.**, a Florida not-for-profit corporation ("CHM")

**ARTICLE II
Merger**

Under F.S. 617.1107 CHM shall be merged into Harborview (the "merger").

**ARTICLE III
Surviving Corporation**

Harborview shall be the surviving corporation of the merger.

**ARTICLE IV
Articles Of Incorporation**

The articles of incorporation of CHM in effect immediately before the merger shall be the articles of incorporation of the surviving corporations immediately following the merger; provided, however, the name on the articles of incorporation shall be Harborview Christian Church, Inc.. A copy of such articles of incorporation are attached hereto as Exhibit A.

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**ARTICLE V
Directors And Officers**

The directors and officers of CHM immediately before the merger shall be the directors and officers of the surviving corporation immediately following the merger.

**ARTICLE VI
Members**

The members of Harborview immediately before the merger cease to be members of the surviving corporation immediately following the merger.

**ARTICLE VII
Assets And Liabilities**

On the effective date of the merger, the separate existence of CHM shall cease and Harborview Christian Church, Inc., without further action, shall possess all of its rights and privileges immediately preceding the merger. All assets of any nature of CHM without further action, shall be vested in Harborview Christian Church, Inc. immediately following the merger. Following the merger, Harborview Christian Church, Inc. shall be responsible for all liabilities and obligations of CHM. Any claim existing or action or proceeding pending against CHM may be continued as if the merger did not occur or Harborview Christian Church, Inc. may be substituted for CHM in any such proceeding. Neither the rights of creditors or nor any liens on the property of CHM or Harborview shall be impaired by the merger.

**ARTICLE VIII
Effective Date**

The merger shall be effective when the articles of merger are filed with the Florida Department of State, or at such other time specified in the articles of merger.

**ARTICLE IX
Abandonment**

Notwithstanding anything to the contrary contained in this plan, this plan of merger may be terminated and abandoned by the board of directors of Harborview Christian Church, Inc. or the board of directors of CHM at any time before the filing of articles of merger.

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IN WITNESS WHEREOF, this plan of merger has been executed by the undersigned officers on 10th September, 2005.

Wayne Pigott

HARBORVIEW CHRISTIAN CHURCH,
a Florida corporation

By: *Paul King*
Print Name: Paul King, Chariman
President



AND

CHARLOTTE HARBOR MINISTRIES, INC.
a Florida corporation

By: *Steven A. Rodriguez*
Print Name: STEVEN A. RODRIGUEZ
President