

790197

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(Address)

(Address)

(City/State/Zip/Phone #)

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(Business Entity Name)

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Special Instructions to Filing Officer:

Mr. Dathen HAVE

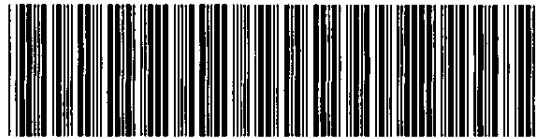
AUTHORIZATION BY PHONE TO

CORRECT name of SURVIVOR & eff date

DATE 10/20/08

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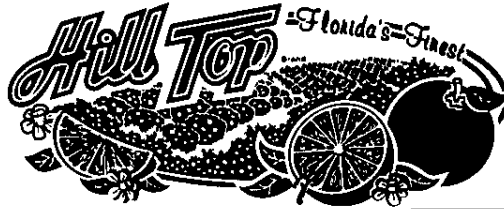
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09/29/08--01065--005 **78.75

Effective Date 9/28/08

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
08 SEP 29 PM 12:22

CL 10-9



Haines City
Citrus Growers Association
A Grower-Owned Cooperative Since 1909
September 25, 2008

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

Dear Sirs:

Enclosed are the Articles of Merger of Hilltop of Haines City, Inc. and Haines City Citrus Growers Association, Inc. Please record such and kindly sent a certified copy returned to me.

Enclosed is the check for the Filing fee and fee for the Certified copy along with a self-address stamped envelope.

Thank you for your assistance in this matter.

Sincerely,

H. R. Hamrick, CPA
Secretary-Treasurer &
Director of Finance



FLORIDA DEPARTMENT OF STATE
Division of Corporations

October 9, 2008

HAINES CITY CITRUS GROWERS ASSOCIATION
ATTN: H.R. HAMRICK, CPA
PO BOX 337
HAINES CITY, FL 33845-0337

SUBJECT: HAINES CITY CITRUS GROWERS ASSOCIATION
Ref. Number: 790197

We have received your document for HAINES CITY CITRUS GROWERS ASSOCIATION and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

Please fill out the complete articles of merger and the plan of merger.

We are enclosing the proper form(s) with instructions for your convenience.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6047.

Carolyn Lewis
Regulatory Specialist II

Letter Number: 508A00053234

David C. Latham
Attorney at Law
1707 Kaleywood Court
Orlando, Florida 32806-3361
Telephone and Fax (407) 896-1439
dlatham1@bellsouth.net

FAX COVER 850 245 6030
TO: Nanette
DATE: Oct. 20, 2008

Per our conversation, herewith the Articles of Merger that were returned for some reason. Question is: Why?

Please call. Note also Cell # 407 923 9981. Thanks

*Haines City Citrus
790197*

Hilltop 653977

ARTICLES OF MERGER
OF
HILLTOP OF HAINES CITY, INC.
AND
HAINES CITY CITRUS GROWERS ASSOCIATION

1. The plan of merger duly adopted by the Boards of Directors of Hilltop of Haines City, Inc. and Haines City Citrus Growers Association is as follows:

PLAN OF MERGER

Effective Date *9/29/08*

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
08 SEP 29 PM 12:22

(1) **HILL TOP OF HAINES CITY, INC.**, A Florida Corporation formed under Chapter 607 of the Florida Statutes, ("Hill Top") shall be merged into **HAINES CITY CITRUS GROWERS ASSOCIATION**, a cooperative corporation organized and existing under chapter 618 of the Florida Statutes ("HCCGA"), and of which Hill Top is a wholly owned subsidiary, effective September 29, 2008.

(2) The manner and basis of converting the shares of Hill Top shall be as follows: all of the outstanding stock of Hill Top shall be retired and cancelled and all of the properties and assets of Hill Top shall become the assets and properties of HCCGA. All of the obligations and liabilities of Hill Top shall be assumed by HCCGA.

(3) HCCGA will be the surviving corporation and there shall be no change in the Articles, make-up, shares, ownership, or bylaws of HCCGA.

2. The effective date of the merger was September 29, 2008.

3. This is a merger of a wholly owned subsidiary into its parent pursuant to Section 607.1104 of the Florida Statutes and shareholder approval is not required.

4. The date of the adoption of the plan of merger by both organizations was September 24, 2008.

IN WITNESS WHEREOF these Articles of Merger have been executed by the proper officers of both corporations thereunto duly authorized this 25th day of September 2008.

HILLTOP OF HAINES CITY, INC.

**HAINES CITY CITRUS GROWERS
ASSOCIATION**



Name **H. R. Hamrick**
Title **Secretary-Treasurer**



Name **H. R. Hamrick**
Title **Secretary-Treasurer**