

F000 0000 4539

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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☐ WAIT

☐ MAIL

(Business Entity Name)

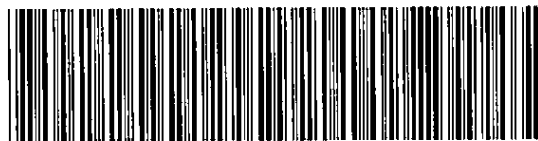
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SECRETARY OF STATE  
TALLAHASSEE, FL

## COVER LETTER

**TO:** Amendment Section  
Division of Corporations

**SUBJECT:** BEHRING GLOBAL EDUCATIONAL FOUNDATION, INC.  
Name of Corporation

**DOCUMENT NUMBER:** F00000004539

The enclosed Amendment and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

ELLIOT STEIN

Name of Contact Person

ELLIOT D. STEIN, CPA

Firm/Company

2131 HOLLYWOOD BLVD., STE # 505

Address

HOLLYWOOD, FL 33020

City/State and Zip Code

esteincpa2131@gmail.com

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

ELLIOT STEIN

at ( 954 ) 920-5300

Name of Contact Person

Area Code & Daytime Telephone Number

Enclosed is a check for the following amount:

☒ \$35.00 Filing Fee

☐ \$43.75 Filing Fee &  
Certificate of Status

☐ \$43.75 Filing Fee &  
Certified Copy  
(Additional copy is  
enclosed)

☐ \$52.50 Filing Fee,  
Certificate of Status &  
Certified Copy  
(Additional copy is  
enclosed)

**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

**NOT FOR PROFIT CORPORATION**  
**APPLICATION BY FOREIGN NOT FOR PROFIT CORPORATION TO FILE**  
**AMENDMENT TO APPLICATION FOR CONDUCTING AFFAIRS IN FLORIDA**  
(Pursuant to s. 617.1504, F.S.)

**SECTION I**  
**(1-3 MUST BE COMPLETED)**

F00000004539

(Document Number of Corporation (If known))

1. BEHRING GLOBAL EDUCATIONAL FOUNDATION, INC.

(Name of corporation as it appears on the records of the Department of State)

2. CALIFORNIA

(Incorporated under laws of)

3. 11/14/2000

(Date authorized to conduct affairs in Florida)

**SECTION II**

**(4-8 COMPLETE ONLY THE APPLICABLE CHANGES)**

4. If the amendment changes the name of the corporation, when was the change effected under the laws of its jurisdiction of incorporation? \_\_\_\_\_

**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.

5. \_\_\_\_\_  
(Name of corporation after the amendment, adding suffix "corporation," or "incorporated," or appropriate abbreviation, if not contained in new name of the corporation. "Company," or "Co.," may not be used as a corporate suffix by a nonprofit corporation)

6. If the amendment changes the period of duration, indicate new period of duration and the date the change was effected.

\_\_\_\_\_  
(New duration)

\_\_\_\_\_  
(Date)

7. If the amendment changes the jurisdiction of incorporation, indicate new jurisdiction and the date the change was effected.

DELAWARE

(New jurisdiction)

12/14/2022

(Date)

8. If the purpose which the corporation intends to pursue in Florida has changed, indicate new purpose.

\_\_\_\_\_  
(The corporation is authorized to pursue such purpose in the jurisdiction of its incorporation)

9. Attached is a certificate or document of similar import, evidencing the amendment, authenticated not more than 90 days prior to delivery of the application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the laws of which it is incorporated.

\_\_\_\_\_  
(Signature of the chairman or vice chairman of the board, president, or other officer - if in the hands of a receiver, trustee, or other court-appointed fiduciary, by that fiduciary)

DAVID E. BEHRING  
(Typed or printed name of the person signing)

TRACY A. LEBLANC  
(Title of person signing)

FILED  
2023 FEB 17 PM 12:27  
SECRETARY OF STATE  
TALLAHASSEE, FL

**COPY**

**STATE OF DELAWARE  
CERTIFICATE OF MERGER OF  
A FOREIGN CORPORATION INTO  
A DOMESTIC CORPORATION**

Pursuant to Title 8, Section 252 of the Delaware General Corporation Law, the undersigned corporation hereby certifies that:

**FIRST:** The names and states of incorporation of the constituent corporations are: World Education Foundation, a Delaware nonprofit nonstock corporation (the "Surviving Corporation"), and Behring Global Educational Foundation, a California nonprofit public benefit corporation (the "Disappearing Corporation").

**SECOND:** An Agreement and Plan of Merger (the "Merger Agreement"), dated as of October 3, 2022, by and between the Disappearing Corporation and the Surviving Corporation, which sets forth the terms of the merger of the Disappearing Corporation with and into the Surviving Corporation (the "Merger"), has been approved, adopted, certified, executed and acknowledged by the Disappearing Corporation and the Surviving Corporation pursuant to Title 8 Section 252 of the Delaware General Corporation Law.

**THIRD:** Following the Merger, the name of the surviving corporation shall be Behring Global Educational Foundation.

**FOURTH:** The Surviving Corporation's Articles of Incorporation in effect immediately preceding the Merger shall be amended as of the Effective Time to change the name of the Surviving Corporation from "World Education Foundation" to "Behring Global Educational Foundation." In all other respects, the Surviving Corporation's Articles of Incorporation shall remain unchanged, until they are thereafter amended in accordance with applicable law.

**FIFTH:** The merger is to become effective on January 1, 2023 (the "Effective Time").

**SIXTH:** An executed copy of the Merger Agreement is on file at the principal place of business of the Surviving Corporation at the following address:

2131 Hollywood Blvd., Ste. 505  
Hollywood, FL 33020

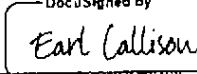
**SEVENTH:** A copy of the Merger Agreement will be furnished by the Surviving Corporation, on request and without cost, to any member (if any) of the Disappearing Corporation or the Surviving Corporation.

**EIGHTH:** The Disappearing Corporation does not have any authorized capital stock.

*[Signature Page Follows]*

**IN WITNESS WHEREOF**, the undersigned corporation has caused this Certificate of Merger to be signed by an authorized officer, this 14<sup>th</sup> day of December, 2022.

**WORLD EDUCATION  
FOUNDATION**

By:  DocuSigned by  
ESCBCC427068498

Name: Earl Callison  
Title: President



50 California Street, 23rd Floor  
San Francisco, CA 94111-6533

**Kayla Ruben**  
(415) 276-6586 tel  
(415) 276-6599 fax

kaylaruben@dwt.com

December 22, 2022

***VIA DOCUMENT FILING SERVICE***

Division of Corporations  
401 Federal Street  
Suite 4  
Dover, DE 19901

Re: **Certificate of Merger**  
World Education Foundation (DE Entity 7750946)

To Whom It May Concern:

Enclosed for filing is a Certificate of Merger with respect to the merger of Behring Global Educational Foundation, a California nonprofit public benefit corporation, with and into World Education Foundation, a Delaware nonprofit nonstock corporation. The Merger has been approved by written consent from the California Attorney General's Office under Section 6010 of the California Corporations Code.

Please contact me if you have any questions regarding this submission.

Respectfully submitted,

Davis Wright Tremaine LLP

A handwritten signature in black ink, appearing to read 'Kayla Ruben', with a horizontal line extending to the right.

Kayla Ruben

Enclosures  
CC (w/enc.): Jean Tom  
Behring Global Educational Foundation