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**MERGER OR SHARE EXCHANGE
TIMESAVER FOOD STORES CO.**

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ARTICLES OF MERGER
OF
TIMESAVER PROPERTIES, INC.
WITH AND INTO
TIMESAVER FOOD STORES CO.

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Pursuant to the provisions of Section 607.1105, Florida Statutes, the undersigned for-profit corporations adopt the following Articles of Merger for the purpose of merging **TIMESAVER PROPERTIES, INC.**, a Florida corporation, with and into **TIMESAVER FOOD STORES CO.**, a Delaware corporation.

1. Attached hereto as Exhibit A and incorporated herein by reference as fully as if set forth herein is a copy of that certain Agreement and Plan of Merger to effect the merger of **TIMESAVER PROPERTIES, INC.** with and into **TIMESAVER FOOD STORES CO.** (the "Plan of Merger"). **TIMESAVER FOOD STORES CO.** shall be the surviving corporation.

2. The effective date of this merger shall be 11:59 p.m. on October 11, 2012.

3. The Plan of Merger was duly approved and adopted by the execution of a Written Consent of the Shareholders of **TIMESAVER PROPERTIES, INC.** dated October 9, 2012.

4. The Plan of Merger was duly approved and adopted by the execution of a Written Consent of the Board of Directors of **TIMESAVER PROPERTIES, INC.** dated October 9, 2012.


5. The Plan of Merger was duly approved and adopted by the execution of a Written Consent of the Board of Directors of **TIMESAVER FOOD STORES CO.** dated October 9, 2012. Approval of the Plan of Merger by the shareholders of **TIMESAVER FOOD STORES CO.** was not required.

IN WITNESS WHEREOF, **TIMESAVER PROPERTIES, INC.** and **TIMESAVER FOOD STORES CO.** have caused these Articles of Merger to be signed in their corporate names as of the 9 day of October, 2012.

TIMESAVER PROPERTIES, INC.

TIMESAVER FOOD STORES CO.

By: 
Name: Randall Jones
Its: President

By: 
Name: Randall Jones
Its: President

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EXHIBIT A
PLAN OF MERGER

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AGREEMENT AND PLAN OF MERGER

This Agreement and Plan of Merger dated October 9, 2012, pursuant to Section 607.1101, et. seq., Florida Statutes, and Section 252 of the Delaware General Corporation Law, is made and entered into between **TIMESAVER PROPERTIES, INC.**, a Florida corporation, and **TIMESAVER FOOD STORES CO.**, a Delaware corporation. This Agreement and Plan of Merger is for the merger of **TIMESAVER PROPERTIES, INC.**, a Florida corporation, into **TIMESAVER FOOD STORES CO.**, a Delaware corporation. **TIMESAVER FOOD STORES CO.** is to be the surviving corporation.

Background

TIMESAVER PROPERTIES, INC. is a Florida corporation, and all of the issued and outstanding shares of the capital stock of **TIMESAVER PROPERTIES, INC.** are owned by Randall Jones. **TIMESAVER FOOD STORES CO.** is a Delaware corporation, and all of the issued and outstanding shares of the capital stock of **TIMESAVER FOOD STORES CO.** are owned by Randall Jones. Economies of operation and savings in administrative expenses can be achieved by merging **TIMESAVER PROPERTIES, INC.** with and into **TIMESAVER FOOD STORES CO.**

NOW, THEREFORE, in consideration of the mutual covenants, agreements and provisions hereinafter contained, the parties hereto do hereby prescribe the terms and conditions of said merger and of carrying the same into effect as follows:

Merger Provisions

In accordance with the provisions of this Agreement and Plan of Merger, the Delaware General Corporation Law and the Florida Business Corporation Act, upon the Effective Date (as defined below), **TIMESAVER PROPERTIES, INC.** shall be merged with and into **TIMESAVER FOOD STORES CO.** (the "Merger"), the separate corporate existence of **TIMESAVER PROPERTIES, INC.** (the "Merging Entity") shall cease, and **TIMESAVER FOOD STORES CO.** (the "Surviving Corporation") shall continue its corporate existence as a Delaware corporation pursuant to the laws of Delaware (**TIMESAVER PROPERTIES, INC.** and **TIMESAVER FOOD STORES CO.** are collectively referred to herein as the "Constituent Corporations").

1. On the Effective Date (as defined below), the Surviving Corporation shall possess and retain every interest in all assets and property of every description of each of the Constituent Corporations. The rights, privileges and immunities, powers, franchises and authority of a public as well as of a private nature of each of the Constituent Corporations shall be vested in the Surviving Corporation without further act or deed subject, however, to the limitations on the powers of the Surviving Corporation imposed by its Certificate of Incorporation and Delaware law. The title to and any interest in all real and personal property vested in any of the Constituent Corporations shall not revert or in any way be impaired by reason of the Merger.

2. All obligations belonging to or due to each of the Constituent Corporations shall be vested in the Surviving Corporation without further act or deed, and the Surviving Corporation shall be liable for all obligations of each of the Constituent Corporations existing as of the Effective Date.

3. The Certificate of Incorporation of **TIMESAVER FOOD STORES CO.** in effect immediately prior to the Effective Date shall continue to be the Certificate of Incorporation of the Surviving Corporation.

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4. At the Effective Date, by virtue of the Merger and without any action on the part of the parties or otherwise, each issued and outstanding share of the capital stock of the Merging Entity shall be cancelled without payment of any consideration and without any conversion.

5. The Surviving Corporation's principal place of business is: 2178 Reserve Park Trace, Port St. Lucie, Florida 34986.

6. The merger shall become effective on October 11, 2012 at 11:59 p.m.

7. The shareholders of **TIMESAVER PROPERTIES, INC.** and **TIMESAVER FOOD STORES CO.** who dissent from the merger of **TIMESAVER PROPERTIES, INC.** into **TIMESAVER FOOD STORES CO.**, pursuant to Section 262, Delaware General Corporation Law, and Section 607.1320, Florida Statutes, may be entitled, if they comply with the provisions of the Delaware General Corporation Law and the Florida Business Corporation Act, Chapter 607, Florida Statutes, regarding the rights of dissenting shareholders, to be paid the fair value of their shares. By signing the signature page below with respect to this Section 7, **RANDALL JONES**, as the sole shareholder of **TIMESAVER PROPERTIES, INC.** and **TIMESAVER FOOD STORES CO.**, respectively, hereby expressly waives all mailing and notification requirements with respect to such rights and waives any and all rights to dissent and be paid fair value for his shares.

8. This Agreement and Plan of Merger may be abandoned without approval of the shareholders of **TIMESAVER PROPERTIES, INC.** or **TIMESAVER FOOD STORES CO.** at any time prior to filing the Certificate of Merger. The procedure for abandoning the Agreement and Plan of Merger shall be the adoption of a resolution to abandon the merger by the Board of Directors of **TIMESAVER PROPERTIES, INC.** or **TIMESAVER FOOD STORES CO.** followed by written notice to the president of the other entity party to the Merger.

9. If, at any time after the Effective Date, the Surviving Corporation determines that any further conveyances, agreements, documents, instruments, and assurances, or any further action is necessary or desirable to carry out the provisions of this Agreement and Plan of Merger, the appropriate officers of the Surviving Corporation or the Merging Entity, as the case may be, whether past or remaining in office, shall execute and deliver, on the request of the Surviving Corporation, any and all proper conveyances, agreements, documents, instruments, and assurances and perform all necessary or proper acts, to vest, perfect, confirm, or record such title thereto in the Surviving Corporation, or to otherwise carry out the provisions of this Agreement and Plan of Merger.

(Signature Page Follows)

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IN WITNESS WHEREOF, the parties hereto have caused this Agreement and Plan of Merger to be executed as of the date and year first written above.

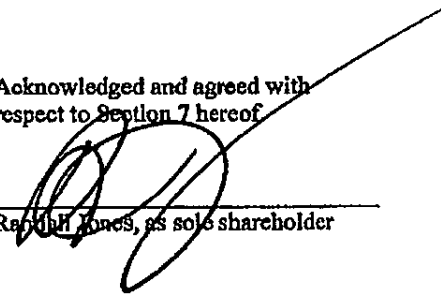
TIMESAVER PROPERTIES, INC.

By: 
Print Name: Randall Jones
Its: President

TIMESAVER FOOD STORES CO.

By: 
Print Name: Randall Jones
Its: President

Acknowledged and agreed with
respect to Section 7 hereof


Randall Jones, as sole shareholder

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