

F040000002586

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐

PICK-UP

☐

WAIT

☐

MAIL

(Business Entity Name)

(Document Number)

Certified Copies _____

Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



700242255377

12/31/12--01022--001 **70.00

Meyer

FILED
12 DEC 31 PM 5:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

JAN -7 2013

T. ROBERTS

COVER LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: Lab Marine, 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:

Christopher C Tsien
Contact Person

Christopher C Tsien, PC
Firm/Company

10500 Little Patuxent Pkwy, Ste 700
Address

Columbia, MD 21044
City/State and Zip Code

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

For further information concerning this matter, please call:

Christopher C Tsien At (410) 997-6870
Name of Contact Person Area Code & Daytime Telephone Number

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

STREET ADDRESS:

Amendment Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, Florida 32301

MAILING ADDRESS:

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

ARTICLES OF MERGER

These Articles of Merger are dated as of December 21, 2012, and submitted pursuant to Section 607.1105, Florida Statutes.

FIRST: The name and jurisdiction of the surviving corporation:

LAB MARINE INC., a Maryland corporation registered to do business in Florida, Document Number F04000002586.

SECOND: The name and jurisdiction of the merging corporation:

GRANDE YACHTS INTERNATIONAL, INC., a Florida corporation, Document Number P090000026928

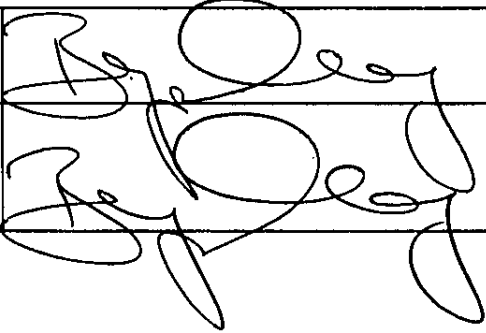
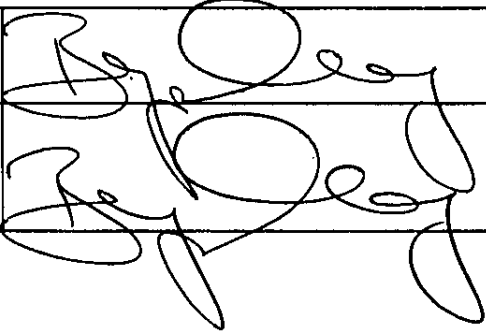
THIRD: The Plan of Merger is attached.

FOURTH: The merger shall become effective on December 31, 2012.

FIFTH: The Plan of Merger was adopted by the shareholders of the surviving corporation on December 21, 2012.

SIXTH: The Plan of Merger was adopted by the shareholders of the merging corporation on December 21, 2012.

IN WITNESS WHEREOF, the surviving and merging corporations have caused these Articles of Merger to be signed in their respective corporate names and on their behalf by their respective Presidents

LAB MARINE, INC., surviving corporation		Bryan Braley, President
GRANDE YACHTS INTERNATIONAL, INC., merging corporation		Bryan Braley, President

FILED
12 DEC 31 PM 5:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

PLAN OF MERGER
GRANDE YACHTS, INC., Merging Corporation
LAB MARINE, INC., Surviving Corporation

This Plan of Merger is submitted pursuant to Section 607.1101, Florida Statutes, and in accordance with the laws of the State of Maryland.

FIRST: The name and jurisdiction of the surviving corporation:

LAB MARINE INC., a Maryland corporation registered to do business in Florida

SECOND: The name and jurisdiction of the merging corporation:

GRANDE YACHTS INTERNATIONAL, INC., a Florida corporation

THIRD: The terms and conditions of the merger are as follows:

1. The surviving corporation will assume all of the rights and liabilities of the merging corporation.

FOURTH: The manner and basis of converting or exchanging the issued stock of each corporation into stock, obligations or other securities of the surviving corporation or other consideration, and the manner and basis of converting rights to acquire stock of each corporation into rights to acquire stock, obligations or other securities of the surviving corporation or other consideration, are as follows:

1. Each share of common stock of the merging corporation which is issued and outstanding on the Effective Date shall be converted or exchanged by the merging corporation into one share of the common stock of the surviving corporation.
2. All shares of common stock of the merging corporation, if any, which remains unissued on the Effective Date of this merger shall be canceled.
3. Each share of common stock of the surviving corporation which is issued and outstanding on the Effective Date shall remain issued and outstanding as one share of common stock of the surviving corporation.
4. No scrip or fractional share certificates of the common stock of the surviving corporation shall be issued as a result of the merger transaction. In lieu of each fractional interest, a stockholder entitled to a fractional share equal to one-half or more of one share of common stock of the surviving corporation shall receive a full share of Common Stock of the surviving corporation and any fractional share equal to less than one-half of one share of Common Stock of the surviving corporation shall be eliminated.