

F12000000544

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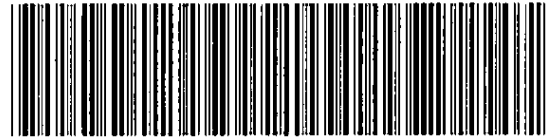
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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effective date 6-28-24.

merged

FILED
2024 JUN 18 AM 10:16
CLERK OF STATE
TALLAHASSEE, FLORIDA

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2024 JUN 18 PM 1:48
CLERK OF STATE
TALLAHASSEE, FLORIDA

A. RAMSEY

JUN 19 2024

CT CORP
(850) 656- 4724
3458 lakesore Drive
Tallahassee, FL 32312

Date: 06/18/2024

Acc#I20160000072

en: c DW

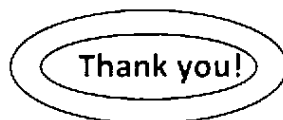
Name:	Auto Club International, Inc.
Document #:	
Order #:	15670813

Certified Copy of Arts & Amend:	<input type="checkbox"/>		
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Certificate of Good Standing:	<input type="checkbox"/>		
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Apostille/Notarial Certification:	<input type="checkbox"/>	Country of Destination:	
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Filing: <input checked="" type="checkbox"/>	Certified: <input checked="" type="checkbox"/>	Email Address for Annual Report Notifications: <div></div>
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Amount: \$ **78.75**



ARTICLES OF MERGER
(Not for Profit Corporations)

FILED
2024 JUN 18 AM 10:16
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The following articles of merger are submitted in accordance with the Florida Not-For-Profit Corporation Act, pursuant to section 617.1105, Florida Statutes.

First: The name and jurisdiction of the surviving corporation:

<u>Name</u>	<u>Jurisdiction</u>	<u>Document Number</u> (If known/ applicable)
THE AUTO CLUB GROUP, INC.	Michigan	F12000000544

Second: The name and jurisdiction of each merging corporation:

<u>Name</u>	<u>Jurisdiction</u>	<u>Document Number</u> (If known/ applicable)
AUTO CLUB INTERNATIONAL, INC.	Florida	N0700001958

Third: The Plan of Merger is attached.

Fourth: The merger shall become effective on the date the Articles of Merger are filed with the Florida Department of State

OR 06 / 28 / 2024 11:59PM EST
(Enter a specific date. NOTE: An effective date cannot be prior to the date of filing or more than 90 days after merger file date).

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.

(Attach additional sheets if necessary)

Fifth: ADOPTION OF MERGER BY SURVIVING CORPORATION
(COMPLETE ONLY ONE SECTION)

SECTION I

The plan of merger was adopted by the members of the surviving corporation on May 21, 2024.
The number of votes cast for the merger was sufficient for approval and the vote for the plan was as follows:
9 FOR 0 AGAINST

SECTION II

(CHECK IF APPLICABLE) The plan or merger was adopted by written consent of the members and executed in accordance with section 617.0701, Florida Statutes.

SECTION III

There are no members or members entitled to vote on the plan of merger.
The plan of merger was adopted by the board of directors on _____. The number of directors in office was _____. The vote for the plan was as follows: _____ FOR _____ AGAINST

Sixth: ADOPTION OF MERGER BY MERGING CORPORATION(s)
(COMPLETE ONLY ONE SECTION)

SECTION I

The plan of merger was adopted by the members of the merging corporation(s) on May 21, 2024. The number of votes cast for the merger was sufficient for approval and the vote for the plan was as follows: 1 FOR 0 AGAINST

SECTION II

(CHECK IF APPLICABLE) The plan or merger was adopted by written consent of the members and executed in accordance with section 617.0701, Florida Statutes.

SECTION III

There are no members or members entitled to vote on the plan of merger.
The plan of merger was adopted by the board of directors on _____. The number of directors in office was _____. The vote for the plan was as follows: _____ FOR _____ AGAINST

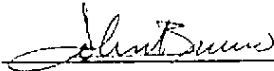
Seventh: SIGNATURES FOR EACH CORPORATION

Name of Corporation

Signature of the chairman/
vice chairman of the board
or an officer.


Typed or Printed Name of Individual & Title

THE AUTO CLUB GROUP, INC.



John Bruno, EVP, GC, Corporate Secretary

AUTO CLUB INTERNATIONAL, INC.



Marcia L. Hannewald, Secretary

PLAN OF MERGER

The following plan of merger is submitted in compliance with section 617.1101, Florida Statutes and in accordance with the laws of any other applicable jurisdiction of incorporation.

The name and jurisdiction of the surviving corporation:

<u>Name</u>	<u>Jurisdiction</u>
THE AUTO CLUB GROUP, INC.	Michigan

The name and jurisdiction of each merging corporation:

<u>Name</u>	<u>Jurisdiction</u>
AUTO CLUB INTERNATIONAL, INC.	Florida

The terms and conditions of the merger are as follows:

Auto Club International, Inc. shall be merged with and into The Auto Club Group, the separate existence of Auto Club International, Inc. shall cease and The Auto Club Group, as the surviving corporation, shall continue its corporate existence under the laws of the State of Michigan. The Auto Club Group shall possess all rights, privileges and powers of Auto Club International, Inc.; and all property and assets of Auto Club International, Inc. shall vest in The Auto Club Group without any further act or deed; and The Auto Club Group shall assume and be liable for all liabilities and obligations of Auto Club International, Inc.

A statement of any changes in the articles of incorporation of the surviving corporation to be effected by the merger is as follows:

No amendments to or a restatement of the Articles of Incorporation for The Auto Club Group are to be effected by the merger

Other provisions relating to the merger are as follows:

N/A