

1 ALBRITTON

COVER LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: New Life Covenant
(Name of Surviving Corporation)

The enclosed Articles of Merger and fee are submitted for filing.

Please return all correspondence concerning this matter to following:

John A. Hiskes
(Contact Person)

Hiskes, Dillner, O'Donnell, Marovich & Lapp, Ltd.
(Firm/Company)

10759 W. 159th Street, Suite 201
(Address)

Orland Park, IL 60467
(City/State and Zip Code)

For further information concerning this matter, please call:

John A. Hiskes At (708) 403-5050
(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

(Not for Profit Corporations)

First: The name and jurisdiction of the surviving corporation:

Second: The name and jurisdiction of each merging corporation:

FILED
2018 SEP 28 PM 3:08
CLERK OF DISTRICT COURT
JANUARY 2018

(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 _____.
The number of votes cast for the merger was sufficient for approval and the vote for the plan was as follows:
_____ FOR _____ 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 08/30/2018. The number of directors in office was 10. The vote for the plan was as follows: Eight (8) FOR Two (2) ABSENT 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 08/29/2018. The number of votes cast for the merger was sufficient for approval and the vote for the plan was as follows: Twenty-nine (29) FOR Five (5) AGAINST

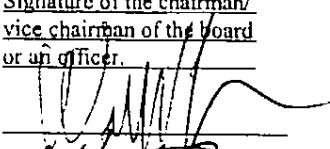
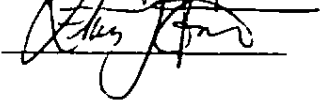
SECTION II

(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

| <u>Name of Corporation</u> | <u>Signature of the chairman/ vice chairman of the board or an officer.</u> | <u>Typed or Printed Name of Individual & Title</u> |
|--------------------------------------|---|--|
| New Life Covenant |  | Wilfredo DeJesus |
| The Freedom Center of Tampa, Inc. |  | Elias J. Gutierrez |
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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:

Name

Jurisdiction

New Life Covenant

Illinois

The name and jurisdiction of each merging corporation:

Name

Jurisdiction

The Freedom Center of Tampa, Inc.

Florida

The terms and conditions of the merger are as follows:

See Attached.

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

None.

Other provisions relating to the merger are as follows:

ATTACHMENT TO

PLAN OF MERGER

The terms and conditions of the merger are as follows:

Upon the acceptance of the Articles of Merger by the Florida Department of State, the separate existence of The Freedom Center of Tampa, Inc. shall cease. Also effective on such date, the following shall occur:

1. The Executive Board, Official Board, and Offices of the merging corporation shall dissolve.
2. The Officers and Governing Board of New Life Covenant shall manage the affairs of the merged corporation.
3. The Constitution and By Laws of the merged corporation will be deemed rescinded and the Constitution and By laws of New Life Covenant shall govern the affairs of the surviving corporation.
4. All property and assets of the merged corporation shall be deemed the property of the surviving corporation.
5. The membership of The Freedom Center of Tampa, Inc. shall become membership in the surviving corporation and subject to the Constitution and By Laws thereof.
6. The employees of the merged corporation shall be deemed to be employees of New Life Covenant.