

# F28396

\_\_\_\_\_  
(Requestor's Name)

\_\_\_\_\_  
(Address)

\_\_\_\_\_  
(Address)

\_\_\_\_\_  
(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

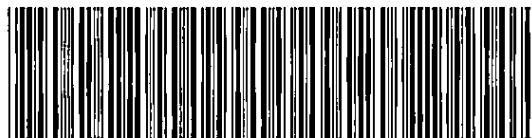
\_\_\_\_\_  
(Business Entity Name)

\_\_\_\_\_  
(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

Special Instructions to Filing Officer:

Office Use Only



500359861945

FILED  
2021 FEB -9 AM 8:44  
TALLAHASSEE, FL

2021 FEB -9 AM 8:44

V. BULKEE  
FEB 10 2021

**FLORIDA FILING & SEARCH SERVICES, INC.**

**P.O. BOX 10662 TALLAHASSEE, FL 32302**

**155 Office Plaza Dr Ste A Tallahassee FL 32301**

**PHONE: (800) 435-9371; FAX: (866) 860-8395**

---

**DATE: 2/9/2021**

**NAME: UNITED RETIREMENT PLAN CONSULTANTS, INC**

**TYPE OF FILING: MERGER**

**COST: 70.00**

**RETURN: PLAIN COPY PLEASE**

---

**ACCOUNT: FCA000000015**

**AUTHORIZATION: ABBIE/PAUL HODGE**

*Abbie Hodge*

---

**ARTICLES OF MERGER  
(Profit Corporations)**

The following articles of merger are submitted in accordance with the Florida Business Corporation Act, pursuant to section 607.1105, Florida Statutes.

**First:** The name and jurisdiction of the surviving corporation:

<u>Name</u>	<u>Jurisdiction</u>	<u>Document Number</u> (If known/applicable)
United Retirement Plan Consultants, Inc.	Florida	F28396

**Second:** The name and jurisdiction of the merging corporation:

<u>Name</u>	<u>Jurisdiction</u>	<u>Document Number</u> (If known/applicable)
California Investment Annuity Sales, Inc.	California	

**Third:** The Plan of Merger is attached.

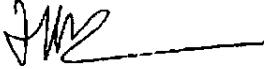
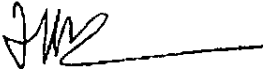
**Fourth:** The merger shall become effective on February 17, 2021 at 12:00 AM.

**Fifth:** The Plan of Merger was adopted by the board of directors and the sole shareholder of the surviving corporation on February 2, 2021.

**Sixth:** The Plan of Merger was adopted by the board of directors and the sole shareholder of the merging corporation on February 2, 2021.

FILED  
2021 FEB -9 AM 8:45  
TALLAHASSEE, FL

**Seventh: SIGNATURES FOR EACH CORPORATION**

<u>Name</u>	<u>Signature of Officer or Director</u>	<u>Typed or Printed Name of Individual &amp; Title</u>
United Retirement Plan Consultants, Inc.	 _____	Joseph D. Dansky, Senior Vice President and Secretary
California Investment Annuity Sales, Inc.	 _____	Joseph D. Dansky, Senior Vice President and Secretary

**PLAN OF MERGER**  
**(Merger of subsidiary corporation(s))**

The following plan of merger is submitted in compliance with section 607.1104, Florida Statutes, and in accordance with the laws of any other applicable jurisdiction of incorporation, including the applicable laws of California.

1. The name and jurisdiction of the **parent** corporation owning 100 percent of the outstanding shares of each class of the subsidiary corporation is United Retirement Plan Consultants, Inc., a Florida corporation.

2. The name and jurisdiction of the subsidiary corporation is as follows:

<b><u>Name</u></b>	<b><u>Jurisdiction</u></b>
California Investment Annuity Sales, Inc.	California

3. The merger provided for in this plan of merger shall become effective on February 17, 2021 at 12:00 AM (the "**Effective Time**").
4. The manner and basis of converting the shares of the subsidiary or parent into shares, obligations, or other securities of the parent or any other corporation or, in whole or in part, into cash or other property, and the manner and basis of converting rights to acquire shares of each corporation into rights to acquire shares, obligations, and other securities of the surviving or any other corporation or, in whole or in part, into cash or other property are as follows: at the Effective Time of the merger, by virtue of the merger and without any action on the part of the parent corporation or the subsidiary corporations: (a) the outstanding stock of the subsidiary corporation shall be canceled with no consideration payable therefor; and (b) the issued and outstanding stock of the parent corporation shall remain outstanding and is not affected by the merger.
5. The merger is between the parent corporation and subsidiary corporation, and the parent corporation is the surviving corporation.
6. If applicable, shareholders of the subsidiary corporation, who, except for the applicability of section 607.1104, Florida Statutes, would be entitled to vote and who dissent from the merger pursuant to section 607.1321, Florida Statutes, may be entitled, if they comply with the provisions of chapter 607 regarding appraisal rights of dissenting shareholders, to be paid the fair value of their shares.
7. The articles of incorporation, as amended, and the bylaws, as amended, of the parent corporation upon the Effective Time of the merger shall be the articles of incorporation and bylaws of the surviving corporation and such articles of incorporation and bylaws shall continue in full force and effect until amended and changed in a manner prescribed by the applicable provisions of the Florida Business Corporation Act.

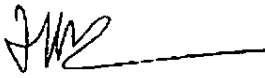
IN WITNESS WHEREOF, the parent corporation and the subsidiary corporation have caused this plan of merger to be duly executed by an authorized person.

Name

Signature of Authorized Person

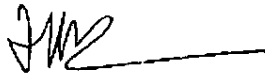
Typed or Printed Name of Individual &  
Title

United Retirement Plan  
Consultants, Inc.

  
\_\_\_\_\_

Joseph D. Dansky, Senior Vice President  
and Secretary

California Investment Annuity  
Sales, Inc.

  
\_\_\_\_\_

Joseph D. Dansky, Senior Vice President  
and Secretary