

H61027

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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PICK-UP

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MAIL

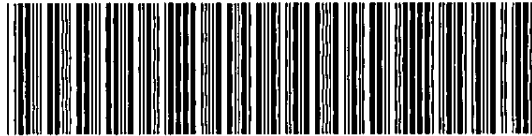
(Business Entity Name)

(Document Number)

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

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15 JUN -5 AM 7:42  
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**BRUCE R. ABERNETHY, JR., P.A.**

ATTORNEY AND COUNSELOR AT LAW

WEALTH STRATEGIES DESIGN, ESTATE PLANNING, AND TRUST/PROBATE ADMINISTRATION

BOARD CERTIFIED WILLS, TRUSTS AND ESTATES SPECIALIST

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FORT PIERCE, FLORIDA 34950

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June 2, 2015

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

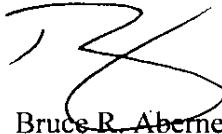
**Re: W. Fleschner, Inc. (H61027)**

Dear Sir or Madam:

Enclosed for filing you will find Articles of Merger (with Plan of Merger attached as Exhibit "A") together with a check made payable to the Florida Division of Corporations in the amount of \$70 (\$35 for the "surviving corporation" and \$35 for the "merging corporation").

If further information or documentation is required, please do not hesitate to contact the undersigned.

Sincerely,



Bruce R. Abernethy, Jr.

BRAjr/pls  
Enclosures

FILED  
15 JUN -5 AM 7:42  
TALLAHASSEE, FLORIDA

## ARTICLES OF MERGER

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>
W. Fleschner, Inc.	Florida	H61027

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

<u>Name</u>	<u>Jurisdiction</u>	<u>Document Number</u>
Auto Answer of South Florida, Inc.	Florida	P97000023933

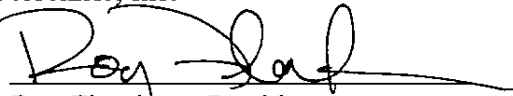
**Third:** The Plan of Merger is attached hereto as **Exhibit "A"**.

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

### **Fifth: SIGNATURES FOR EACH CORPORATION**

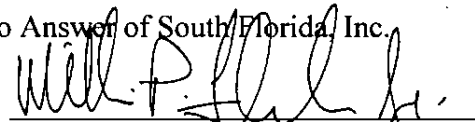
W. Fleschner, Inc.

By:

  
Roy Fleschner, President

Auto Answer of South Florida, Inc.

By:

  
William P. Fleschner, Jr., President

FILED  
15 JUN -5 AM 7:43  
STATE  
FLORIDA

## PLAN OF MERGER

The following Plan of Merger is submitted in compliance with Section 607.1101, Florida Statutes.

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

Name

W. Fleschner, Inc.

Jurisdiction

Florida

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

Name

Auto Answer of South Florida, Inc.

Jurisdiction

Florida

**Third:** The terms and conditions of the merger are as follows:

Upon the Effective Date of the Merger (filing of Articles of Merger with the Florida Division of Corporations), the 100 shares of voting common stock (representing 100% of the authorized capital stock) of W. Fleschner, Inc. (the "Surviving Corporation"), 50 of which are presently registered in the name of Roy Fleschner and 50 of which are held as Treasury Shares shall be reissued as follows:

SHAREHOLDER	SHARES ISSUED	PERCENTAGE OF TOTAL
a) Roy Fleschner	50	50%
b) William P. Fleschner, Jr.	50	50%

**Fourth:** The manner and basis of converting the shares of each merging corporation into shares, obligations, or other securities of the surviving corporation 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, or other securities of the surviving or any other corporation or, in whole or in part, into cash or other property are as follows:

Upon the Effective Date of the Merger (filing of Articles of Merger with the Florida Division of Corporations):

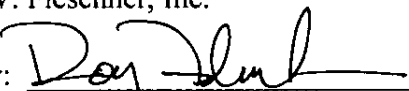
1. William P. Fleschner, Jr. (owner of 250 of the issued and outstanding shares of voting common stock (representing 100% of the issued and outstanding shares)) of Auto Answer of South Florida, Inc.; represented by Certificate #1 shall surrender his shares to W. Fleschner, Inc. for cancellation; and

**EXHIBIT "A"**


2. Roy Fleschner (owner of all of the 50 issued and outstanding shares of voting common stock of W. Fleschner, Inc.) represented by Certificate #2 shall surrender 50 of his 50 shares to W. Fleschner, Inc. for cancellation and reissuance as set forth below; and
3. The 100 shares of voting common stock (representing 100% of the authorized capital stock) of W. Fleschner, Inc. (the "Surviving Corporation") 50 shares of which are presently owned by Roy Fleschner and 50 of which are held as Treasury Stock shall be reissued as follows:

SHAREHOLDER	SHARES ISSUED	PERCENTAGE OF TOTAL
a) Roy Fleschner	50	50%
b) William P. Fleschner, Jr.	50	50%

W. Fleschner, Inc.

By:   
Roy Fleschner, President

Auto Answer of South Florida, Inc.

By:   
William P. Fleschner, Jr., President