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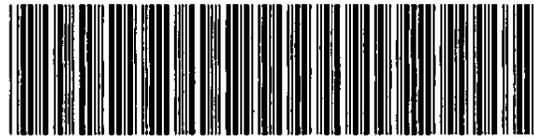
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

Effective date
9-30-08

Merger
Tewis
9-26-08

COVER LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: SUWANNEE CORPORATION
(Name of Surviving Corporation)

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

Please return all correspondence concerning this matter to following:

Carol McKinney West
(Contact Person)

Suwannee Corporation
(Firm/Company)

P.O. Box 790
(Address)

Cross City, FL 32628
(City/State and Zip Code)

For further information concerning this matter, please call:

Carol McKinney West
(Name of Contact Person)

At (352) 498-5572
(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

PLAN OF MERGER
(Non Subsidiaries)

The following plan of merger is submitted in compliance with section 607.1101, Florida Statutes, and in accordance with the laws of any other applicable jurisdiction of incorporation.

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

<u>Name</u>	<u>Jurisdiction</u>
<u>SUWANNEE CORPORATION</u>	<u>State of Florida</u>

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

<u>Name</u>	<u>Jurisdiction</u>
<u>Carlton & McKinney, Inc.</u>	<u>State of Florida</u>
<u> </u>	<u> </u>

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

ALL OF THE ASSETS AND LIABILITIES OF CARLTON & MCKINNEY, INC. ARE TO BE MERGED INTO SUWANNEE CORPORATION, the surviving corporation. The 50 outstanding shares of Carlton & McKinney, Inc. will be returned to the stock book and nullified. There will be no change to the 874 outstanding shares of Suwannee Corporation, as both corporations are owned 50/50 by Candy McKinney-Coates and Carol M. West, Trustee of the Carol M. West, Living Trust, dated June 13, 2008. Both corporations conduct the same business, that of collecting account receivable (secured by Real Estate mortgages or contracts) and invest excess cash. This merger would have no negative effects and would streamline operations of Suwannee Corporation.

Fourth: The manner and basis of converting the shares of each 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:

Existing 50 shares of C&M Inc. would be returned to the stock book and nullified. The 874 shares of Suwannee Corporation would remain unchanged, due to common ownership. *(Attach additional sheets if necessary)*

THE FOLLOWING MAY BE SET FORTH IF APPLICABLE:

Amendments to the articles of incorporation of the surviving corporation are indicated below or attached:

Articles of Incorporation for Suwannee Corporation are unaffected and remain as adopted on June 23, 1987.

OR

Restated articles are attached:

Other provisions relating to the merger are as follows: