

K47697

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐

PICK-UP

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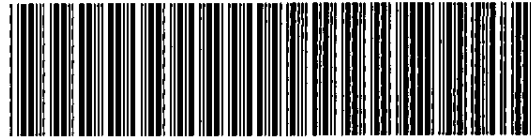
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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Merger
10/12/11
TL

5959 South Sherwood Forest Boulevard • Baton Rouge, Louisiana 70816

Phone: 225-292-2031 • Fax: 225-298-6435

amedisys.com

Amedisys Home Health Services

Via FedEx 2nd Day Air

October 7, 2011

Florida Department of State
Attn: Division of Corporations /
Amendment Section
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

RE: Articles of Merger between:
Housecall-SIC Management, Inc. (FL#: K47697)
HHC, Inc. (TN#: 000118584)

Dear Sir or Madam:

Please find enclosed the articles and plan of merger for Housecall-SIC Management, Inc. a Florida corporation to merge into HHC, Inc, a Tennessee corporation. Also, included is Amedisys check #507496 in the amount of \$70.00 to cover filing fee. If further documentation or information is required; please contact me at (225) 292-2031, extension 3908.

Sincerely,



Allison Wadhwani
Paralegal / Legal Department
Amedisys, Inc.

Enclosure(s)

COVER LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: HHC, Inc.
Name of Surviving Corporation

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

Please return all correspondence concerning this matter to following:

Celeste Peiffer

Contact Person

Amedisys, Inc.

Firm/Company

5959 S. Sherwood Forest Blvd.

Address

Baton Rouge, LA 70816

City/State and Zip Code

entities@amedisys.com

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Allison Wadhvani

Name of Contact Person

At (225)

292-2031

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

less Corporation Ad

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

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

Third: The Plan of Merger is attached.

OR _____ / _____ / _____ (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.)

The Plan of Merger was adopted by the shareholders of the surviving corporation on September 9, 2011

The Plan of Merger was adopted by the board of directors of the surviving corporation on _____ and shareholder approval was not required.

The Plan of Merger was adopted by the shareholders of the merging corporation(s) on September 9, 2011.

The Plan of Merger was adopted by the board of directors of the merging corporation(s) on _____ and shareholder approval was not required.

(Attach additional sheets if necessary)

Name of Corporation

Typed or Printed Name of Individual & Title

Celso

Housecali-SIC Management, Inc.

[Handwritten signature]

Celeste Peiffer, 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.

The name and jurisdiction of the **parent** corporation owning at least 80 percent of the outstanding shares of each class of the subsidiary corporation:

<u>Name</u>	<u>Jurisdiction</u>
HHC, Inc.	Tennessee

The name and jurisdiction of each **subsidiary** corporation:

<u>Name</u>	<u>Jurisdiction</u>
Housecall-SIC Management, Inc.	Florida
_____	_____
_____	_____
_____	_____
_____	_____

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:

HHC, Inc. owns 100% of the outstanding shares of Housecall-SIC Management, Inc.

Housecall-SIC Management, Inc. and all its outstanding shares will be merged into HHC, Inc. and cancelled. HHC, Inc. will be the surviving corporation.

(Attach additional sheets if necessary)

If the merger is between the parent and a subsidiary corporation and the parent is not the surviving corporation, a provision for the pro rata issuance of shares of the subsidiary to the holders of the shares of the parent corporation upon surrender of any certificates is as follows:

N/A

If applicable, shareholders of the subsidiary corporations, 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.

Other provisions relating to the merger are as follows:

N/A