

L02000002663



Economic Forensics, LLC

272 West Warren Avenue  
Longwood, Florida 32750

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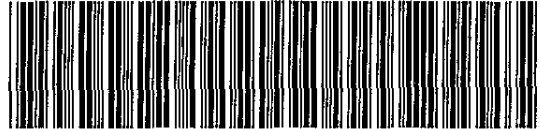
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2004 APR 12 PM 12:40  
TALLAHASSEE, FLORIDA

J. BRAMAN APR 19 2004

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2004 APR 12 PM 12:00  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

## ARTICLES OF MERGER

The following articles of merger are being submitted in accordance with section(s) 607.1109, 608.4382 and/or 620.203, Florida Statutes.

**FIRST:** The exact name, street address of its principal office, jurisdiction, and entity type for each merging party are as follows:

<u>Name and Street Address</u>	<u>Jurisdiction</u>	<u>Entity Type</u>
1. <u>JAMES G. ATKINS &amp; ASSOCIATES, P.A.</u> <u>1401 CANAL POINT ROAD</u> <u>LONGWOOD FL 32750</u>	<u>FLORIDA</u>	<u><del>59-2743558</del></u> <u>CORP</u>

Florida Document/Registration Number: J48675 FEI Number: 59-2743558

2. <u>ECONOMIC FORENSICS LLC</u> <u>1401 CANAL POINT ROAD</u> <u>LONGWOOD FL 32750</u>	<u>FLORIDA</u>	<u>LLC</u>
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Florida Document/Registration Number: 602000002663 FEI Number: N/AE

3. \_\_\_\_\_  
\_\_\_\_\_  
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Florida Document/Registration Number: \_\_\_\_\_ FEI Number: \_\_\_\_\_

4. \_\_\_\_\_  
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Florida Document/Registration Number: \_\_\_\_\_ FEI Number: \_\_\_\_\_

(Attach additional sheet(s) if necessary)

**SECOND:** The exact name, street address of its principal office, jurisdiction, and entity type of the surviving party are as follows:

<u>Name and Street Address</u>	<u>Jurisdiction</u>	<u>Entity Type</u>
<u>ECONOMIC FORENSICS LLC</u> <u>1401 CANAL POINT ROAD</u> <u>LONGWOOD FL 32750</u>	<u>FLORIDA</u>	<u>LLC</u>

Florida Document/Registration Number: L02000002663 FEI Number: 59-2743558

**THIRD:** The attached Plan of Merger meets the requirements of section(s) 607.1108, 608.438, 617.1103, and/or 620.201, Florida Statutes, and was approved by each domestic corporation, limited liability company, partnership and/or limited partnership that is a party to the merger in accordance with Chapter(s) 607, 617, 608, and/or 620, Florida Statutes.

**FOURTH:** If applicable, the attached Plan of Merger was approved by the other business entity(ies) that is/are party(ies) to the merger in accordance with the respective laws of all applicable jurisdictions.

**FIFTH:** If not incorporated, organized, or otherwise formed under the laws of the state of Florida, the surviving entity hereby appoints the Florida Secretary of State as its agent for substitute service of process pursuant to Chapter 48, Florida Statutes, in any proceeding to enforce any obligation or rights of any dissenting shareholders, partners, and/or members of each domestic corporation, partnership, limited partnership and/or limited liability company that is a party to the merger.

**SIXTH:** If not incorporated, organized, or otherwise formed under the laws of the state of Florida, the surviving entity agrees to pay the dissenting shareholders, partners, and/or members of each domestic corporation, partnership, limited partnership and/or limited liability company that is a party to the merger the amount, if any, to which they are entitled under section(s) 607.1302, 620.205, and/or 608.4384, Florida Statutes.

**SEVENTH:** If applicable, the surviving entity has obtained the written consent of each shareholder, member or person that as a result of the merger is now a general partner of the surviving entity pursuant to section(s) 607.1108(5), 608.4381(2), and/or 620.202(2), Florida Statutes.

**EIGHTH:** The merger is permitted under the respective laws of all applicable jurisdictions and is not prohibited by the agreement of any partnership or limited partnership or the regulations or articles of organization of any limited liability company that is a party to the merger.

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JUDICIAL CIRCUIT IN AND FOR  
ALLAHACSEE, FLORIDA



## PLAN OF MERGER

The following plan of merger, which was adopted and approved by each party to the merger in accordance with section(s) 607.1107, 617.1103, 608.4381, and/or 620.202, is being submitted in accordance with section(s) 607.1108, 608.438, and/or 620.201, Florida Statutes.

**FIRST:** The exact name and jurisdiction of each merging party are as follows:

<u>Name</u>	<u>Jurisdiction</u>
JAMES G. ATKINS & ASSOCIATES, P.A.	FLORIDA
ECONOMIC FORENSICS LLC	FLORIDA

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TALLAHASSEE, FLORIDA

**SECOND:** The exact name and jurisdiction of the surviving party are as follows:

<u>Name</u>	<u>Jurisdiction</u>
ECONOMIC FORENSICS LLC	FLORIDA

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

JAMES G. ATKINS & ASSOCIATES, P.A. TRANSFERS ALL ASSETS, LIABILITIES & EQUITY; AND RELINQUISHES OWNERSHIP OF ECONOMIC FORENSICS LLC.

ECONOMIC FORENSICS LLC ACCEPTS ALL OF THE ASSETS, LIABILITIES & EQUITY OF JAMES G. ATKINS & ASSOCIATES, P.A.; AND AGREES TO REDEEM THE OUTSTANDING SHARES OF

(Attach additional sheet(s) if necessary)

JAMES G. ATKINS & ASSOCIATES, P.A. ON A SHARE-FOR-SHARE BASIS OF ITS SHARES.

FOR FEDERAL INCOME TAX PURPOSES, THIS MERGER SHALL CONSTITUTE A TAXABLE CHANGE

**FOURTH:**

- A. The manner and basis of converting the interests, shares, obligations or other securities of each merged party into the interests, shares, obligations or other securities of the survivor, in whole or in part, into cash or other property are as follows:

/ s /

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TALLAHASSEE, FLORIDA

- B. The manner and basis of converting rights to acquire interests, shares, obligations or other securities of each merged party into rights to acquire interests, shares, obligations or other securities of the surviving entity, in whole or in part, into cash or other property are as follows:

N/A

*(Attach additional sheet(s) if necessary)*

**FIFTH:** If a partnership or limited partnership is the surviving entity, the name(s) and address(es) of the general partner(s) are as follows:

Name(s) and Address(es) of General Partner(s)

If General Partner is a Non-Individual,

Florida Document/Registration Number

N/A

**SIXTH:** If a limited liability company is the surviving entity the name(s) and address(es) of the manager(s) managing members are as follows:

JAMES G. ATKINS  
1401 CANAL POINT ROAD  
LONGWOOD FL 32750

**SEVENTH:** All statements that are required by the laws of the jurisdiction(s) under which each Non-Florida business entity that is a party to the merger is formed, organized, or incorporated are as follows:

N/A

**EIGHTH:** Other provisions, if any, relating to the merger:

N/A

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TALLAHASSEE, FLORIDA

*(Attach additional sheet(s) if necessary)*