

L08000071578

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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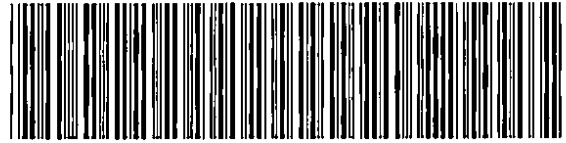
(Business Entity Name)

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COVER LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: Innovative Base Technologies, LLC

Name of Surviving Party

Please return all correspondence concerning this matter to:

Andy Gaunce

Contact Person

Gaunce Law, PLLC

Firm/Company

2525 1st Ave S

Address

St Petersburg, FL 33712

City, State and Zip Code

andy@gauncelaw.com

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

For further information concerning this matter, please call:

Andy Gaunce

at (727) 614-0550

Name of Contact Person

Area Code and Daytime Telephone Number

☐ Certified Copy (optional) \$8.75

STREET ADDRESS:

Amendment Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

MAILING ADDRESS:

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

**Articles of Merger for
Creative Sport Concept, Inc.
into
Innovative Base Technologies, LLC**

FILED JUN 29 PM 2:02

The following Articles of Merger are submitted in accordance with Florida Statutes Sections 607.1109 and 605.1025.

1. The exact name, Florida document number, form/entity type and jurisdiction of the **merging** domestic corporation is:

<u>Name</u>	<u>Jurisdiction</u>	<u>Entity Type</u>	<u>Document Number</u>
Creative Sport Concepts, Inc.	Florida	Corporation	P01000001607

2. The exact name, Florida document number, form/entity type and jurisdiction of the surviving limited liability company:

<u>Name</u>	<u>Jurisdiction</u>	<u>Entity Type</u>	<u>Document Number</u>
Innovative Base Technologies, LLC	Florida	LLC	L08000071578

3. The attached plan of merger was approved by the merging domestic corporation in accordance with Florida Statutes Section 607.1103.

4. The attached plan of merger was approved by the surviving limited liability company in accordance with Florida Statutes Section 605.1023.

5. The merger is effective June 30, 2019.

CREATIVE SPORT CONCEPTS, INC.

By: 

David R. Barlow, sole Member

INNOVATIVE BASE TECHNOLOGIES,

By: 

David R. Barlow, sole Member

PLAN OF MERGER
BETWEEN
INNOVATIVE BASE TECHNOLOGIES, LLC,
AND
CREATIVE SPORT CONCEPTS, INC.,

THIS PLAN OF MERGER ("Plan"), is entered by and between Innovative Base Technologies, LLC (the "Surviving Company") and Creative Sport Concepts, Inc. (the "Merging Corporation") (the Surviving Company and the Merging Corporation are referred to collectively as the "Constituent Entities").

WITNESSETH:

WHEREAS, The Constituent Entities have proposed that the Merging Corporation be merged with and into the Surviving Company in accordance with Florida Statutes Sections 607.1108 and 605.1021(the "Merger");

WHEREAS, David R. Barlow ("Barlow") is the sole shareholder and sole member of the board of directors for the Merging Corporation and the sole member and manager of the Surviving Company;

WHEREAS, the shareholder and board of directors of the Merging Corporation deem it advisable and for their benefit for the Merging Corporation to merge with and into the Surviving Company.

WHEREAS, the member and the manager of the Surviving Company deem it advisable and for their benefit for the Merging Corporation to merge with and into the Surviving Company.

NOW, THEREFORE, for and in consideration of the premises and of the mutual agreements, promises and covenants hereinafter contained, the Constituent Entities agree as follows:

1. The **Merging** Corporation's name, jurisdiction and entity type and document number are as follows

<u>Name</u>	<u>Jurisdiction</u>	<u>Entity Type</u>	<u>Document Number</u>
Creative Sport Concepts, Inc.	Florida	Corporation	P01000001607

2. The **Surviving** Company's name, jurisdiction and entity type are as follows

<u>Name</u>	<u>Jurisdiction</u>	<u>Entity Type</u>	<u>Document Number</u>
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3. The terms and conditions of the merger and the mode of carrying the same into effect and the manner of converting the shares of the Merging Corporation into shares of the Surviving Company are and shall be as follows:

a. Consummation the Merger is conditioned upon compliance with the Florida Limited Liability Company Act and the Florida Business Corporation Act (collectively, the "Florida Code"), including approval of this Plan by (i) the Merging Corporation's shareholders as required by Florida Statutes Section 607.1103 and (ii) the Surviving Company's members as required by Florida Statutes Section 605.1023.

b. The Merger shall become effective on June 30, 2019 (the "Effective Date").

c. The Articles of Organization of the Surviving Company on the Effective Date of the Merger shall be the Articles of Organization of the Surviving Company following the consummation of the Merger.

d. Following the merger (i) all title to all property (including both tangible and intangible property) owned by the Merging Corporation as of the Effective Date shall vest in the Surviving Company without reversion or impairment, (ii) the Surviving Company shall assume all of the liabilities of the Merging Corporation as of the Effective Date, (iii) any proceeding against the Merging Corporation may be continued as if the merger did not occur or the Surviving Company may be substituted for any Subsidiary in the proceeding, and (iv) the shares of capital stock of the Merging Corporation, and all certificates evidencing such shares, shall be cancelled.

4. The outstanding capital stock of the Merging Corporation shall be exchanged for a membership interest in the Surviving Company, the result being that Barlow, the Merging Corporation's sole shareholder and the Surviving Company's sole member prior to the Merger shall be the Surviving Company's sole member following the Merger's consummation. No one other than Barlow has rights to acquire interests or shares in the Merging Corporation or Surviving Company prior to the Merger, and no one shall have such rights following consummation of the Merger.

5. The name and address of the Surviving Company's sole member and manager is:

David R. Barlow
5030 Seminole Blvd.
St. Petersburg, FL 33708

6. As soon as practical following the date of this Plan, the Constituent Entities shall cause Articles of Merger to be filed with the Florida Secretary of State in accordance with Florida Statutes Sections 607.1109 and 605.1025.

[Signatures on Following Page]

IN WITNESS WHEREOF, the Merging Corporation and the Surviving Company have caused this Agreement to be executed by their respective duly authorized officer on the date set forth below.

INNOVATIVE BASE TECHNOLOGIES, LLC,
a Florida corporation

By: 

David Barlow, sole Member and Manager

Date: 6/17/19

CREATIVE SPORT CONCEPTS, INC.,
a Florida corporation

By: 

David Barlow, President

Date: 6/17/19