

M05000000965

00789-00524-00671 forms

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

(Business Entity Name)

M05-965 Survivor

(Document Number)

PQ7757 merging

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

2/6

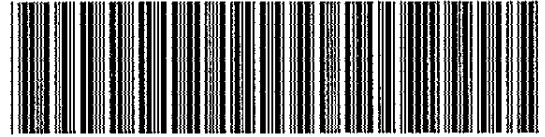
Merger
Corp to LLC

EFFECTIVE DATE

2-6-06

Office Use Only

E.L. Hredesky GAVE
AUTHORIZATION BY PHONE TO
CORRECT Effective date
DATE 2/7/06
DOC. EXAM mft



200063951542

01/18/06--01031--008 **78.75

FILED
06 FEB - 5 AM 8:21
TALLAHASSEE, FLORIDA

M. HODGES



FLORIDA DEPARTMENT OF STATE
Division of Corporations

January 26, 2006

E.L. HRADESKY
TECH-VEST, LLC
124 ST. CROIX AVE.
COCOA BEACH, FL 32931

SUBJECT: TECH-VEST, LLC
Ref. Number: M05000000965

We have received your document for TECH-VEST, LLC and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

Enclosed are the proper forms required to merge a Corporation into a Limited Liability Company. The form submitted is only to merge 2 Corporations together.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6967.

Michelle Hodges
Document Specialist

Letter Number: 706A00005684

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: TECH-VEST, LLC
(Name of Surviving Party)

Please return all correspondence concerning this matter to:

E.L. HRADESKY
(Contact Person)

TECH-VEST, LLC
(Firm/Company)

124 ST. CHARLES AVE
(Address)

COCONA BEACH, FL. 32931
(City, State and Zip Code)

For further information concerning this matter, please call:

E.L. HRADESKY at (321) 783-7501
(Name of Contact Person) (Area Code and Daytime Telephone Number)

☒ Certified Copy (optional) \$8.75

STREET ADDRESS:
Registration Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

MAILING ADDRESS:
Registration Section
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

**Articles of Merger
For
Florida Profit or Non-Profit Corporation**

The following Articles of Merger are submitted to merge the following Florida Profit and/or Non-Profit Corporation(s) in accordance with s. 607.1109 or 617.0302, Florida Statutes.

FIRST: The exact name, form/entity type, and jurisdiction for each merging party are as follows:

<u>Name</u>	<u>Jurisdiction</u>	<u>Form/Entity Type</u>
TECH-VEST, INC	FL	C-CORP

SECOND: The exact name, form/entity type, and jurisdiction of the surviving party are as follows:

<u>Name</u>	<u>Jurisdiction</u>	<u>Form/Entity Type</u>
TECH-VEST, LLC	FL	LLC

THIRD: The attached plan of merger was approved by each domestic corporation, limited liability company, partnership and/or limited partnership that is a party to the merger in accordance with the applicable provisions of Chapters 607, 608, 617, and/or 620, Florida Statutes.

FILED
06 FEB - 6 AM 8:21
CLERK OF COURT
TALLAHASSEE
FLORIDA

FOURTH: The attached plan of merger was approved by each other business entity that is a party to the merger in accordance with the applicable laws of the state, country or jurisdiction under which such other business entity is formed, organized or incorporated.

FIFTH: If other than the date of filing, the effective date of the merger, which cannot be prior to nor more than 90 days after the date this document is filed by the Florida Department of State:

2/6/04

SIXTH: If the surviving party is not formed, organized or incorporated under the laws of Florida, the survivor's principal office address in its home state, country or jurisdiction is as follows:

N/A

SEVENTH: If the survivor is not formed, organized or incorporated under the laws of Florida, the survivor agrees to pay to any members with appraisal rights the amount, to which such members are entitled under ss.608.4351-608.43595, F.S.

EIGHTH: If the surviving party is an out-of-state entity not qualified to transact business in this state, the surviving entity:

a.) Lists the following street and mailing address of an office, which the Florida Department of State may use for the purposes of s. 48.181, F.S.:

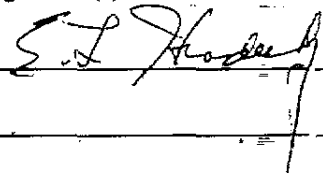
Street address:

Mailing address:

N/A

b.) Appoints the Florida Secretary of State as its agent for service of process in a proceeding to enforce obligations of each limited liability company that merged into such entity, including any appraisal rights of its members under ss.608.4351-608.43595, Florida Statutes.

NINTH: Signature(s) for Each Party:

Name of Entity/Organization:	Signature(s):	Typed or Printed Name of Individual:
TELI-VEST, LLC. E.L. HRADESKY		E.L. HRADESKY

Corporations:	Chairman, Vice Chairman, President or Officer (If no directors selected, signature of incorporator.)
General Partnerships:	Signature of a general partner or authorized person
Florida Limited Partnerships:	Signatures of all general partners
Non-Florida Limited Partnerships:	Signature of a general partner ✓
Limited Liability Companies: ✓	Signature of a member or authorized representative

Fees: \$35.00 Per Party ✓

Certified Copy (optional): \$8.75 ✓

PLAN OF MERGER

FIRST: The exact name, form/entity type, and jurisdiction for each merging party are as follows:

<u>Name</u>	<u>Jurisdiction</u>	<u>Form/Entity Type</u>
TECH-VEST, INC	FL	C
TECH-VEST, LLC	FL	LLC

SECOND: The exact name, form/entity type, and jurisdiction of the surviving party are as follows:

<u>Name</u>	<u>Jurisdiction</u>	<u>Form/Entity Type</u>
TECH-VEST, LLC	FL	LLC

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

THE CORPORATION MERGED INTO
ANOTHER ENTITY VIA DISTRIBUTION
OF ALL ASSETS AND RELATED LIABILITIES
TO THAT ENTITY

(Attach additional sheet if necessary)

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 others securities of the survivor, in whole or in part, into cash or other property is as follows:

See "Third" page

(Attach additional sheet if necessary)

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

See "Third" page

(Attach additional sheet if necessary)

FIFTH: If a partnership is the survivor, the name and business address of each general partner is as follows:

NA

(Attach additional sheet if necessary)

✓
SIXTH: If a limited liability company is the survivor, the name and business address of each manager or managing member is as follows:

E.L. HRADESKY 12457 CRAIG AVE
COCONA BEACH, FL 32931

(Attach additional sheet if necessary)

SEVENTH: Any statements that are required by the laws under which each other business entity is formed, organized, or incorporated are as follows: ✓

NONE

(Attach additional sheet if necessary)

EIGHTH: Other provision, if any, relating to the merger are as follows:

NONE

(Attach additional sheet if necessary)