

M82002

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P.001/007

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Florida Department of State  
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MERGER OR SHARE EXCHANGE  
ANIMAL MEDICAL DIAGNOSTIC CENTER, P.A.

Certificate of Status	0
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September 12, 2012

FLORIDA DEPARTMENT OF STATE  
Division of Corporations

ANIMAL MEDICAL DIAGNOSTIC CENTER, P.A.  
1102 E. BLOOMINGDALE AVENUE  
VALRICO, FL 33596US

SUBJECT: ANIMAL MEDICAL DIAGNOSTIC CENTER, P.A.  
REF: M82002

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We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

THE ARTICLES OF MERGER HAS THE DATE OF ADOPTION BEING 08/20/1012. SHOULD THIS BE "2012" INSTEAD OF "1012" ???????

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) 245-6050.

Darlene Connell  
Regulatory Specialist II

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**COVER LETTER**

TO: Amendment Section  
Division of Corporations

SUBJECT: Animal Medical Diagnostic Center, P.A.  
Name of Surviving Corporation

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

Please return all correspondence concerning this matter to following:

Richard J. McIntyre

Contact Person

McIntyre, Panzarella, Thanasides, Hoffman, Bringgold & Todd, P.L.

Firm / Company

6943 E. Fowler Avenue

Address

Temple Terrace, FL 33617

City/State/Zip

rich@mcintyrefirm.com

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

For further information concerning this matter, please call:

Richard J. McIntyre

Name of Contact Person

at: (813) 899-6059

Area code and Daytime Telephone Number

☒ Certified copy (optional) \$8.75 (Please send an additional copy of your document if 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

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# **ARTICLES OF MERGER** (Profit Corporations)

The following articles of merger are submitted in accordance with the Florida Business Corporation Act, pursuant to Section 607.1105, Florida Statutes.

First: The name and jurisdiction of the surviving corporation:

Name	Jurisdiction	Document Number (if known)
<u>Animal Medical Diagnostic Center, P.A.</u>	<u>Florida</u>	<u>M82002</u>

Second: The name and jurisdiction of each merging corporation:

Name	Jurisdiction	Document Number (if known)
<u>Animal Medical Referral Center, Inc.</u>	<u>Florida</u>	<u>P93000085342</u>
<u>James Antunano Management Corporation</u>	<u>Florida</u>	<u>P96000031669</u>

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 TALLAHASSEE, FLORIDA

Third: The Plan of Merger is attached.

Fourth: The merger shall become effective on the date the Articles of Merger are filed with the Florida Department of State.

Or   /  /   (Enter a specific date. NOTE: An effective cannot be prior to the date of filing or more than 90 days after the merger date.)

Fifth: Adoption of Merger by surviving corporation - (COMPLETE ONLY ONE STATEMENT)  
The Plan of Merger was adopted by the shareholders of the surviving corporation August 20, 2012.

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

Sixth: Adoption of Merger by merging corporation(s) (COMPLETE ONLY ONE STATEMENT)  
The Plan of Merger was adopted by the shareholders of the merging corporation August 20, 2012.




The Plan of Merger was adopted by the board of directors of the merging corporation on \_\_\_\_\_ and shareholder approval was not required.

(Attach additional sheets if necessary)

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**Seventh: SIGNATURES FOR EACH CORPORATION**

<u>Name of Corporation</u>	<u>Signature of an Officer or Director</u>	<u>Typed or Printed Name of Individual and Title</u>
<u>Animal Medical Diagnostic Center, P.A.</u>		<u>James Antunano, President</u>
<u>Animal Medical Referral Center, Inc.</u>		<u>James Antunano, President</u>
<u>James Antunano Management Corporation</u>		<u>James Antunano, President</u>

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**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 jurisdiction of incorporation.

First: The name and jurisdiction of the surviving corporation:

<u>Name</u>	<u>Jurisdiction</u>
<u>Animal Medical Diagnostic Center, P.A.</u>	<u>Florida</u>

Second: The name and jurisdiction of each merging corporation:

<u>Name</u>	<u>Jurisdiction</u>
<u>Animal Medical Referral Center, Inc.</u>	<u>Florida</u>
<u>James Antunano Management Corporation</u>	<u>Florida</u>

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

Animal Medical Referral Center, Inc. and James Antunano Management Corporation shall merge with and into Animal Medical Diagnostic Center, P.A. and following the merger Animal Medical Diagnostic Center, P.A. shall be the sole surviving 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, in to cash or other property are as follows:

The shares of Animal Medical Referral Center, Inc. and James Antunano Management Corporation shall be cancelled and no changes shall be made to the shareholdings of the surviving corporation.

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**THE FOLLOWING MAY BE SET FORTH IF APPLICABLE**

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

Not Applicable.

**OR**

Restated articles are attached – Not Applicable.

Other provisions relating to the merger are as follows: Not Applicable

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