

N000000008174

(Requestor's Name)

(Address)

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☐ PICK-UP

☐ WAIT

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(Business Entity Name)

(Document Number)

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08/30/10--01063--004 **35.00

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2010 SEP -8 P 2:10
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Merger
Tewis
9-9-10

COVER LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: Huxford Genealogical Society, 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:

Cary A. Hardee, II
(Contact Person)

Attorney
(Firm/Company)

Post Office Drawer 450
(Address)

Madison, Florida 32341
(City/State and Zip Code)

For further information concerning this matter, please call:

Cary A. Hardee, II At (850) 973-4007
(Name of Contact Person) (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

CARY A. HARDEE, II
Attorney at Law
170 Southwest Pinckney Street
Madison, Florida 32340

Office 850/973-4007
Fax 850/973-8495

P. O. Drawer 450
Madison, FL 32341

September 7, 2010

Ms. Darlene Connell
Regulatory Specialist II
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

Re: **Elmer's Genealogy Library - Huxford Genealogical Society, Inc.**
Division of Corporation Document No.: N00000008174
My File No.: 5271

Dear M. Connell:


Enclosed please find the following in connection with the above referenced merger of corporations:

- a. A copy of your September 2, 2010-letter; and
- b. The corrected Articles of Merger; and
- c. A copy of my August 26, 2010-letter sent to the attention of Thelma Lewis and a copy of check #7453 in the amount of 35.00; and
- d. A copy of my August 16, 2010 cover letter and copy of check #2304 in the amount of \$43.74.

Although your letter of September 2, 2010 does not indicate that your office has received check #2304 in the amount of \$43.74 is having been cashed and cleared my client's account on August 20, 2010. On August 26 my office spoke with Ms. Thelma Lewis who advised that our filing had not been processed as of that date due to insufficient funds being submitted. Ms. Lewis instructed to send the additional funds and she would hold my papers until the funds were received.

Based upon the enclosed documents and the checks previously submitted to your office, you now have everything necessary to complete the filing of the above merger documents. If you should have any questions, please do not hesitate to contact me.

Sincerely,



Cary A. Hardee, II

CAH/eh
Enclosures

CARY A. HARDEE, II

Attorney at Law
170 Southwest Pinckney Street
Madison, Florida 32340

Office 850/973-4007
Fax 850/973-8495

P. O. Drawer 450
Madison, FL 32341

August 26, 2010

Ms. Thelma Lewis
Amendment Section
Florida Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

Re: **Elmer's Genealogy Library - Huxford Genealogical Society, Inc.**
Division of Corporation Document No.: N00000008174
My File No.: 5271

Dear Ms. Lewis:

Pursuant to your telephone conversation with my office on this date, enclosed is my firm check #7453 in the amount of \$35.00. It is my understanding that this additional fee is due to complete the filing of the Articles of Merger on the above referenced corporations.

Your assistance in this matter is appreciated. If you should have any questions or require anything additional, please do not hesitate to contact me.

Sincerely,



Cary A. Hardee, II

CAH/eh
Enclosure



FLORIDA DEPARTMENT OF STATE
Division of Corporations

September 2, 2010

CARY A. HARDEE, II
ATTORNEY
P. O. DRAWER 450
MADISON, FL 32341

SUBJECT: ELMER'S GENEALOGY LIBRARY, INC.
Ref. Number: N00000008174

We have received your document and check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

There is a balance due of \$35.00. Refer to the attached fee schedule for a breakdown of the fees. Please return a copy of this letter to ensure your money is properly credited.

The fee to file articles of merger or articles of share exchange is \$35 per party to the merger or share exchange. Certified copies are optional and are \$8.75 for the first 8 pages of the document, and \$1 for each additional page, not to exceed \$52.50.

The current name of the entity is as referenced above. Please correct your document accordingly.

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) 245-6906.

Darlene Connell
Regulatory Specialist II

Letter Number: 610A00021010

RECEIVED
2010 SEP -8 AM 8:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

(Not for Profit Corporations)

First: The name and jurisdiction of the surviving corporation:

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TALLAHASSEE
SECRETARY OF STATE
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le)

<u>Name</u>	<u>Jurisdiction</u>	<u>Document Number</u> (If known/ applicable)
Elmer's Genealogy Library, Inc.	Florida	N00000008174

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 date cannot be prior to the date of filing or more than 90 days after merger file date).

(Attach additional sheets if necessary)

Fifth: ADOPTION OF MERGER BY SURVIVING CORPORATION
(COMPLETE ONLY ONE SECTION)

SECTION I

The plan of merger was adopted by the members of the surviving corporation on August 9, 2009.
The number of votes cast for the merger was sufficient for approval and the vote for the plan was as follows:
18 FOR 0 AGAINST

SECTION II

(CHECK IF APPLICABLE) ☐ The plan or merger was adopted by written consent of the members and executed in accordance with section 617.0701, Florida Statutes.

SECTION III

There are no members or members entitled to vote on the plan of merger.
The plan of merger was adopted by the board of directors on _____. The number of directors in office was _____. The vote for the plan was as follows: _____ FOR _____ AGAINST

Sixth: ADOPTION OF MERGER BY MERGING CORPORATION(s)
(COMPLETE ONLY ONE SECTION)

SECTION I

The plan of merger was adopted by the members of the merging corporation(s) on July 6, 2009. The number of votes cast for the merger was sufficient for approval and the vote for the plan was as follows: 10 FOR 0 AGAINST

SECTION II

(CHECK IF APPLICABLE) ☐ The plan or merger was adopted by written consent of the members and executed in accordance with section 617.0701, Florida Statutes.

SECTION III

There are no members or members entitled to vote on the plan of merger.
The plan of merger was adopted by the board of directors on _____. The number of directors in office was _____. The vote for the plan was as follows: _____ FOR _____ AGAINST

Seventh: SIGNATURES FOR EACH CORPORATION

Name of Corporation

Signature of the chairman/
vice chairman of the board
or an officer.

Typed or Printed Name of Individual & Title

Huxford Genealogical Society, Inc.



E. L. Williams, Chairman

Elmer's Genealogy Library,



Elmer Spear, President

Inc.

PLAN OF MERGER

The following plan of merger is submitted in compliance with section 617.1101, Florida Statutes and in accordance with the laws of any other applicable jurisdiction of incorporation.

The name and jurisdiction of the surviving corporation:

Name

Jurisdiction

Huxford Genealogical Society, Inc.

Georgia

The name and jurisdiction of each merging corporation:

Name

Jurisdiction

Elmer's Genealogy Library, Inc.

Florida

The terms and conditions of the merger are as follows:

All of the assets of Elmer's Genealogy Library, Inc. is vested in Huxford Genealogical Society, Inc. pursuant to Section 617.1106, Florida Statutes.

The name of the Library is changed from Folks Huxford Library to the Folks Huxford - Elmer Spear Library

A statement of any changes in the articles of incorporation of the surviving corporation to be effected by the merger is as follows:

None.

Other provisions relating to the merger are as follows:

Certain of the Board Members of Elmer's Genealogy Library, Inc. have been added to the Huxford Genealogical Society, Inc. Board which shall be reflected in the annual report.