

Division of Corporations

Page 1 of 1

N00008

Florida Department of State
Division of Corporations
Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

((H09000257778 3)))



H090002577783ABCC

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To: Division of Corporations
Fax Number : (850) 617-6380

From: Account Name : BARRON, REDDING, HUGHES, FITE, BASSETT & FENSON, P.A.
Account Number : 073617000710
Phone : (850) 785-7454
Fax Number : (850) 785-2999

FILED STATE
SECRETARY OF FLORIDA
TALLAHASSEE, FLORIDA
09 DEC 16 AM 11:25

Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.

Email Address: _____

MERGER OR SHARE EXCHANGE
FIRST CHURCH OF THE NAZARENE OF PANAMA CITY, FLORIDA

Certificate of Status	0
Certified Copy	1
Page Count	02
Estimated Charge	\$78.75

RECEIVED
2009 DEC 16 AM 8:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CC
Merge
10/12/17/09

Electronic Filing Menu Corporate Filing Menu Help

Fax Audit #: H09000257778 3

ARTICLES OF MERGER

The following articles of merger are submitted in accordance with the Florida Not For Profit Act, pursuant to section 617.1105, Florida Statutes.

1. The name of the surviving corporation is FIRST CHURCH OF THE NAZARENE OF PANAMA CITY, FLORIDA, which is a Florida not for profit corporation with a document number of N00008.

2. The name of the merging corporation is PARKWAY CHURCH OF THE NAZARENE, INC., which is a Florida not for profit corporation with a document number of 744094.

3. The Plan of Merger is attached hereto and incorporated herein.

4. The merger shall be effective on the date the Articles of Merger are filed with the Florida Department of State.

5. The Plan of Merger was adopted by the members of the surviving corporation on September 1, 2002. The number of votes cast for the merger was sufficient for approval and the vote for the plan was as follows: 32 FOR 1 AGAINST.

6. The Plan of Merger was adopted by the member of the merging corporation on August 1, 2001. 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.

7. The Plan of Merger has been approved in writing by the Advisory Board of the North Florida District Church of the Nazarene.

First Church of the Nazarene of Panama City, Florida
By: Joseph Palk 12/11/09
Title: Pastor
Joseph Palk

Parkway Church of the Nazarene, Inc.
By: Harold L. Giersch
Title: Registered Agent 12/14/09
Harold L. Giersch

Witness: Donna Fettinger
Name: 12-11-09
Donna Fettinger

Witness: Dorothy F. Giersch
Name: 12-11-09
Dorothy F. Giersch

FILED OF STATE
SECRETARY OF FLORIDA
TALLAHASSEE, FLORIDA
09 DEC 16 AM 11:25

Fax/Audit #: H09000257778030577

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.

1. The name of the surviving corporation is **FIRST CHURCH OF THE NAZARENE OF PANAMA CITY, FLORIDA**, which is a Florida not for profit corporation with a document number of N00008.
2. The name of the merging corporation is **PARKWAY CHURCH OF THE NAZARENE, INC.**, which is a Florida not for profit corporation with a document number of 744094.
3. The principal office of the surviving corporation shall be 3610 W. 17th Street, Panama City, Florida 32401.
4. The articles of incorporation and by-laws of the surviving corporation shall not be affected or amended by the merger.
5. The board of directors shall be elected pursuant to the by-laws of the surviving corporation.
6. After the merger, the merging corporation shall cease to exist.
7. All title to real estate or personal property, or any other interest therein, owned by the merging corporation is vested in the surviving corporation without reversion or impairment.
8. The surviving corporation shall thenceforth be liable for all the liabilities and obligations of each corporation party to the merger.
9. Any claim existing or action or proceeding pending by or against any corporation party to the merger may be continued as if the merger did not occur or the surviving corporation may be substituted in the proceeding for the corporation which ceased existence.
10. Neither the rights of creditors nor any liens upon the property of any corporation party to the merger shall be impaired by such merger.
11. Members of each corporation which is a party to the merger, other than the surviving corporation, are entitled only to the rights, if any, provided in the articles of merger.