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MERGER OR SHARE EXCHANGE

United Way Suncoast, Inc.

Certificate of Status	0
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ARTICLES OF MERGER

Pursuant to Section 617.1105 of the Florida Not For Profit Corporation Act (the "Act"), these Articles of Merger, which relate to the merger (the "**Merger**") of United Way of Manatee County, Inc., a Florida not for profit corporation (the "**Non-Surviving Corporation**"), with and into United Way Suncoast, Inc., a Florida not for profit corporation (the "**Surviving Corporation**"), provides as follows:

ARTICLE I

State of Organization of the Non-Surviving Corporation

The name, form/entity type, and state of organization of the Non-Surviving Corporation is as follows:

Name	State of Organization	Type of Organization
United Way of Manatee County, Inc. 700671	Florida	Not for profit corporation

ARTICLE II

State of Organization of Surviving Corporation

The name, form/entity type, and state of organization of the Surviving Corporation is as follows:

Name	State of Organization	Type of Organization
United Way Suncoast, Inc. NOL - 3742	Florida	Not for profit corporation

ARTICLE III

Approval of the Plan

The Plan of Merger attached hereto as Annex I (the "**Plan of Merger**") was approved by each of the Non-Surviving Corporation and the Surviving Corporation in accordance with the applicable provisions of the Sections 617.1105 of the Act, as follows: (a) the Non-Surviving Corporation has no members and the board of directors of the Non-Surviving Corporation approved the Plan of Merger on June 8, 2017 by 12 of the 19 directors then in office; and (b) the members of the Surviving Corporation do not have the right to vote on a plan of merger and therefore the board of directors of the Surviving Corporation approved the Plan of Merger on May 24, 2017 by 14 of the 20 directors then in office.

ARTICLE VI

Effective Date

The Merger shall become effective as of July 1, 2017.

[Signatures appear on the following page.]

Dated June 29, 2017.

UNITED WAY OF MANATEE COUNTY, INC.,
a Florida not for profit corporation

By: Philip A. Brown
Name: Philip A. Brown
Title: President

UNITED WAY SUNCOAST, INC.,
a Florida not for profit corporation

By: _____
Name: _____
Title: _____

Dated June 29, 2017.

UNITED WAY OF MANATEE COUNTY, INC.,
a Florida not for profit corporation

By: _____
Name:
Title:

UNITED WAY SUNCOAST, INC.,
a Florida not for profit corporation

By: David R. Walker
Name: David R. Walker
Title: Treasurer

Annex I

Plan of Merger

[See attached.]

PLAN OF MERGER

THIS PLAN OF MERGER (this “**Plan**”) is dated as of July 1, 2017, by and between **United Way of Manatee County, Inc.**, a Florida not for profit corporation, and **United Way Suncoast, Inc.**, a Florida not for profit corporation.

1. Names of Merging Parties. The names of the corporations proposing to merge are United Way of Manatee County, Inc., a Florida not for profit corporation (the “**Non-Surviving Corporation**”), and United Way Suncoast, Inc., a Florida not for profit corporation, which shall be the surviving corporation (the “**Surviving Corporation**”).

2. Terms and Conditions of the Merger. The Non-Surviving Corporation shall merge into the Surviving Corporation.

[Signature Page Follows]

This Plan of Merger has been executed and delivered by the undersigned parties as of the date set forth in the opening paragraph above

**UNITED WAY OF MANATEE COUNTY,
INC.,** a Florida not for profit corporation

By: Philip A. Brown
Name: Philip A. Brown
Title: President

UNITED WAY SUNCOAST, INC.,
a Florida not for profit corporation

By: _____
Name: _____
Title: _____

This Plan of Merger has been executed and delivered by the undersigned parties as of the date set forth in the opening paragraph above

**UNITED WAY OF MANATEE COUNTY,
INC.,** a Florida not for profit corporation

By: _____
Name: _____
Title: _____

UNITED WAY SUNCOAST, INC.,
a Florida not for profit corporation

By: David R. Walker
Name: David R. Walker
Title: Treasurer