

# N01552

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04 NOV -8 AM 9:52

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Merger

T BROWN NOV 16 2004



# A.E. "Bean" Backus Gallery & Museum

500 North Indian River Drive • Fort Pierce, FL 34950 • (772) 465-0630  
FAX: (772) 468-6204 • EMAIL: backusgal@earthlink.net • WEB: www.backusgallery.com

August 25, 2004

Amendment Section  
Division of Corporations  
409 E. Gaines Street  
Tallahassee, FL 32399

Enclosed are Articles of Merger for the A.E. "Bean" Backus Gallery & Museum, Inc.  
and the Fort Pierce Arts League, Inc.. I have enclosed a check for \$78.75 as  
instructed.

Please return by mail at your earliest convenience.

Sincerely,

Kathleen P. Fredrick  
Executive Director

## *Board of Directors*

Barbara Allen  
Peggy Berg  
Mimi Brown  
Mary Ann Bryan  
Paulette Burgess  
Susie Forget Cassens  
Pat Cochran  
Katie Enns  
John D. Galileo  
Janie Hinkle  
Zanobia Jefferson  
William Meyer, M.D.  
Mase Neill  
Nancy Neill  
Jim Rice  
Sally Richeson  
Robert A. Terry, Jr.  
Bob Varn  
Leonard Wheeley  
Anne Wilder  
Clay Yates

## *In Memoriam*

Margery Silvers Alder  
A.E. "Bean" Backus  
Julie Enders  
Blanche Hays Fagen  
Bill Willes

## *Executive Director*

Kathleen Piowaty Fredrick

**TRANSMITTAL LETTER**

**TO:** Amendment Section  
Division of Corporations

**SUBJECT:** A.E. "Bean" Backus Gallery, Inc.  
(Name of surviving corporation)

The enclosed merger and fee are submitted for filing.

Please return all correspondence concerning this matter to following:

Kathleen Fredrick, Director  
(Name of person)

A.E. "Bean" Backus Gallery, Inc.  
(Name of firm/company)

500 N. Indian River Dr.  
(Address)

Fort Pierce, FL 34950  
(City/state and zip code)

For further information concerning this matter, please call:

Kathleen Fredrick At (772) 465-0630  
(Name of person) (Area code & daytime telephone number)

☒ Certified copy (optional) \$8.75 (plus \$1 per page for each page over 8, not to exceed a maximum of \$52.50; please send an additional copy of your document if a certified copy is requested)

**Mailing Address:**  
Amendment Section  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

**Street Address:**  
Amendment Section  
Division of Corporations  
409 E. Gaines St.  
Tallahassee, FL 32399



FLORIDA DEPARTMENT OF STATE

Glenda E. Hood  
Secretary of State

September 2, 2004

KATHLEEN P. FREDRICK  
A.E. "BEAN" BUCKUS GALLERY & MUSEUM  
500 N. INDIAN RIVER DRIVE  
FORT PIERCE, FL 34950

SUBJECT: A.E. "BEAN" BACKUS GALLERY & MUSEUM, INC.  
Ref. Number: N01552

We have received your document for A.E. "BEAN" BACKUS GALLERY & MUSEUM, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

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

The date of adoption for the merging and surviving corporation is not complete.

The articles of merger must contain the provisions of the plan of merger or the plan of merger must be attached.

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) 245-6869.

Teresa Brown  
Document Specialist

Letter Number: 304A00053397



# A.E. "Bean" Backus Gallery & Museum

500 North Indian River Drive • Fort Pierce, FL 34950 • (772) 465-0630  
FAX: (772) 468-6204 • EMAIL: backusgal@earthlink.net • WEB: www.backusgallery.com

October 25, 2004

Florida Department of State  
Division of Corporations  
Teresa Brown, Document Specialist  
PO Box 6327  
Tallahassee, FL 32314

To Whom It May Concern,

I am enclosing revised and completed Articles of Merger for the A.E. "Bean" Backus Gallery & Museum and the Fort Pierce Arts League, Inc. I believe that we have addressed the concerns outlined in your letter dated September 2, 2004.

The name of the surviving corporation has been corrected  
The date of adoption has been completed.  
The Plan of Merger is attached.  
Representatives of both entities have signed in the appropriate places.

Sincerely,

Kathleen P. Fredrick  
Executive Director

## *Board of Directors*

Barbara Allen  
Peggy Berg  
Mimi Brown  
Mary Ann Bryan  
Paulette Burgess  
Susie Forget Cassens  
Pat Cochran  
Katie Enns  
John D. Galileo  
Janie Hinkle  
Zanobia Jefferson  
William Meyer, M.D.  
Mase Neill  
Nancy Neill  
Jim Rice  
Sally Richeson  
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## *In Memoriam*

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Blanche Hays Fagen  
Bill Willes

## *Executive Director*

Kathleen Piowaty Fredrick

## **ARTICLES OF MERGER**

(Not for Profit Corporations)

**FILED**  
04 NOV -8 AM 9:52  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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

**First:** The name and jurisdiction of the surviving corporation are:

Name

Jurisdiction

A.E. "Bean" Backus Gallery & Museum, Inc.      Florida - Doc. # NO1552

**Second:** The name and jurisdiction of each merging corporation are:

Name

Jurisdiction

A.E. "Bean" Backus Gallery & Museum, Inc.      Florida Doc. # NO1552

Fort Pierce Arts League, Inc.      ~~FL~~ Florida 700808

**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 date cannot be prior to the date of filing or more than 90 days in the future).

(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 July 21, 2004.  
The number of votes cast for the merger was sufficient for approval and the vote for the plan was as follows:  
20 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 21, 2004. The number of votes cast for the merger was sufficient for approval and the vote for the plan was as follows: 20 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

## 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:

<u>Name</u>	<u>Jurisdiction</u>
A.E. "Bean" Backus Gallery & Museum, Inc.	Florida

The name and jurisdiction of each merging corporation:

<u>Name</u>	<u>Jurisdiction</u>
A.E. "Bean" Backus Gallery & Museum, Inc.	Florida
Fort Pierce Arts League, Inc.	Florida

The terms and conditions of the merger are as follows: The corporate identity, existence purposes, powers and immunities of the surviving corporation shall continue unaffected by the merger. All assets and liabilities of the Fort Pierce Arts League, Inc., if any exist shall become the assets and liabilities of the surviving corporation.

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:

The bylaws<sup>and Articles</sup> of the A.E. "Bean" Backus Gallery & Museum, Inc., as in effect immediately prior to the effective time of the merger shall continue in full force and effect as those of the surviving corporation.



**Seventh: SIGNATURES FOR EACH CORPORATION**

<u>Name of Corporation</u>	<u>Signature</u>	<u>Typed or Printed Name of Individual &amp; Title</u>
<u>Ft. Pierce Arts League</u>	<u>Peggy Berg</u>	<u>Peggy Berg, Vice President</u>
<u>A. E. Beckos Gallery + Museum</u> <u>Inc</u>	<u>Peggy Berg</u>	<u>Peggy Berg, President</u>
<u>Ft. Pierce Arts League Inc</u>	<u>Robert + Terry</u>	<u>Robert + Terry - Treasurer</u>
<u>A. E. Beckos Gallery +</u> <u>Museum, Inc</u>	<u>Leonard K. Wiley</u>	<u>Leonard Wiley - Vice President</u>
_____	_____	_____
_____	_____	_____
_____	_____	_____