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(Business Entity Name)

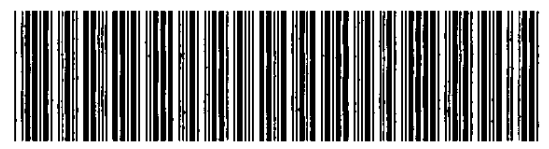
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SECRETARY OF STATE
DIVISION OF CORPORATIONS
08 JUL 10 PM 12:49

*Merger/CC
@ 7.11.08*

COVER LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: Top Gun All-Star Cheerleading Booster Club, 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:

Leslie A. Lehmann
(Contact Person)

Top Gun All Star Cheerleading
(Firm/Company)

c/o SFT&T, 27911 Crown Lake Blvd. #101
(Address)

Bonita Springs, FL 34135
(City/State and Zip Code)

For further information concerning this matter, please call:

Leslie A. Lehmann At (239) 444-3799
(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



FLORIDA DEPARTMENT OF STATE
Division of Corporations

July 2, 2008

LESLIE A. LEHMANN
TOP GUN ALL STAR CHEERLEADING
27911 CROWN LAKE BLVD. #101
BONITA SPRINGS, FL 34135

SUBJECT: TOP GUN ALL-STAR CHEERLEADING BOOSTER CLUB, INC.
Ref. Number: N02000004109

We have received your document for TOP GUN ALL-STAR CHEERLEADING BOOSTER CLUB, 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.

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) 245-6964.

Irene Albritton
Regulatory Specialist II

Letter Number: 208A00039437

ARTICLES OF MERGER

(Not for Profit Corporations)

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

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

<u>Name</u>	<u>Jurisdiction</u>	<u>Document Number</u> (If known/ applicable)
Top Gun All-Star Cheerleading BOOSTER CLUB, INC.	Florida	N02000004109

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

<u>Name</u>	<u>Jurisdiction</u>	<u>Document Number</u> (If known/ applicable)
Show Tyme Allstars, Inc.	Florida	N02000005879
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____

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 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 June 26, 2008.
The number of votes cast for the merger was sufficient for approval and the vote for the plan was as follows:
12 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 _____. The number of votes cast for the merger was sufficient for approval and the vote for the plan was as follows: _____ FOR _____ 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 June 26, 2008. The number of directors in office was 2. The vote for the plan was as follows: 2 FOR 0 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

Top Gun AllStar Cheerleading Booster Club, Inc



Yvette Benton, President

Show Tyme Allstars, Inc.



Yvette Benton, Vice-President

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

Top Gun All-Star Cheerleading Booster Club, Inc.

Florida

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

Name

Jurisdiction

Show Tyme Allstars, Inc.

Florida

The terms and conditions of the merger are as follows:

Show Tyme Booster club to be merged with Top Gun All-Star Cheerleading Booster Club in accordance with the merger of the gym ownership. The Not-For-Profit and Tax Exempt status of the Show Tyme Booster Club (501c3) will extend to Top Gun All-Star Cheerleading Booster Club.

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

Meetings will be held quarterly, with meetings rotating through the three (3) existing gym locations in Naples, Miami, and Ft. Myers, Florida.

Attendance can be in person or through the use of telephonic systems.

Other provisions relating to the merger are as follows: