

NO2000008554

Florida Department of State

Division of Corporations

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

03 APR -3 PM 4:43

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DIVISION OF CORPORATIONS

MERGER OR SHARE EXCHANGE

RISE AND SHINE INTERNATIONAL EDUCATIONAL TRAINING C

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FLORIDA DEPARTMENT OF STATE

Glenda E. Hood  
Secretary of State

April 1, 2003

ARISE AND SHINE INTERNATIONAL EDUCATIONAL TRAINING CENT  
8321 MILLWOOD DRIVE  
TAMPA, FL 33607

SUBJECT: ARISE AND SHINE INTERNATIONAL EDUCATIONAL TRAINING CENTER INC.  
KEY: NO2000008554

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refile the complete document, including the electronic filing cover sheet.

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

BOTH CORPORATION NAMES MUST BE CORRECTED THROUGHOUT. PLEASE REMOVE THE COMMA FROM THE SURVIVING CORPORATION. PLEASE REMOVE THE WORD "FLORIDA" FROM THE MERGING CORPORATION. THE NAMES MUST BE IDENTICAL THROUGHOUT.

IF YOU WISH A PERIOD AFTER "INC" IN THE NEW NAME, PLEASE ADD THE PERIOD.

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) 245-6880.

Karen Gibson  
Document Specialist

FAX Aud. #: H03000097770  
Letter Number: 103A00019599



**FLORIDA DEPARTMENT OF STATE**

**Glenda E. Hood**  
Secretary of State

**April 2, 2003**

**ARISE AND SHINE INTERNATIONAL EDUCATIONAL TRAINING CENT**  
**8321 MILLWOOD DRIVE**  
**TAMPA, FL 33607**

**SUBJECT: ARISE AND SHINE INTERNATIONAL EDUCATIONAL TRAINING CENTER INC.**  
**REV: N02000008554**

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refile the complete document, including the electronic filing cover sheet.

You failed to make the correction(s) requested in our previous letter.

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

REMOVE THE COMMA FROM THE ABOVE CORPORATE NAME, THROUGHOUT THE DOCUMENT.  
"IF YOU WISH A PERIOD AFTER "INC" IN THE NEW NAME, PLEASE ADD IT NOW.

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) 245-6880.

Karen Gibson  
Document Specialist

FAX Aud. #: H03000097770  
Letter Number: 203A00019926

ARTICLES OF MERGER  
Merger Sheet

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MERGING:

SHEAR EXCELLENCE INTERNATIONAL HAIR ACADEMY, INC, a Florida  
entity, N02000005653

INTO

ARISE AND SHINE INTERNATIONAL EDUCATIONAL TRAINING CENTER  
INC. which changed its name to

**SHEAR EXCELLENCE INTERNATIONAL HAIR ACADEMY, INC.,** a Florida  
entity, N02000008554

File date: April 3, 2003

Corporate Specialist: Teresa Brown

**TRANSMITTAL LETTER**

**TO:** Amendment Section  
Division of Corporations

**SUBJECT:** Arise And Shine International Educational Training Center Inc.  
(Name of surviving corporation)

The enclosed merger and fee are submitted for filing.

Please return all correspondence concerning this matter to following:

Robert Graham, CPA  
Accounting & Beyond  
7121 N. Habana Avenue  
Tampa, Florida 33614

For further information concerning this matter, please call:

Robert Graham at (813) 935-9973

☐ 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

**ARTICLES OF MERGER**  
(Not for Profit Corporations)

**FILED**  
03 APR -3 PM 4:43  
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:

| <u>Name</u>                                                          | <u>Jurisdiction</u> | <u>Document Number</u> |
|----------------------------------------------------------------------|---------------------|------------------------|
| ARISE AND SHINE INTERNATIONAL<br>EDUCATIONAL TRAINING CENTER<br>INC. | FLORIDA             | N02000008554           |

Second: The name and jurisdiction of each merging corporation:

| <u>Name</u>                                         | <u>Jurisdiction</u> | <u>Document Number</u> |
|-----------------------------------------------------|---------------------|------------------------|
| SHEAR EXCELLENCE INTERNATIONAL<br>HAIR ACADEMY, INC | FLORIDA             | N02000005653           |

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

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 February

The number of votes cast for the merger was sufficient for approval and the vote for the plait 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 February 28, 2003. The number of directors in office was Six. The vote for the plan was as follows: Six FOR None 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 \_\_\_\_\_ A 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 February 28, 2003. The number of directors in office was Six.

The vote for the plan was as follows: Six FOR None AGAINST

**Seventh: SIGNATURES FOR EACH CORPORATION**

Name of Corporation                      Signature  
 Typed or Printed Name of Individual & Title

| <u>Name of Corporation</u>                                         | <u>Signature</u>                                                                     | <u>Typed Name of Individual &amp; Title</u>                    |
|--------------------------------------------------------------------|--------------------------------------------------------------------------------------|----------------------------------------------------------------|
| Arise & Shine International<br>Educational Training Center<br>Inc. |  | Rosita Donaldson, President, Chairperson<br>Board of Directors |
| Shear Excellence International<br>Hair Academy, Inc                |  | Rosita Donaldson, President, Chairperson<br>Board of Directors |

## **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:

| <b><u>Name</u></b>                                                    | <b><u>Jurisdiction</u></b> |
|-----------------------------------------------------------------------|----------------------------|
| <b>ARISE AND SHINE INTERNATIONAL EDUCATIONAL TRAINING CENTER INC.</b> | <b>FLORIDA</b>             |

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

| <b><u>Name</u></b>                                      | <b><u>Jurisdiction</u></b> |
|---------------------------------------------------------|----------------------------|
| <b>SHEAR EXCELLENCE INTERNATIONAL HAIR ACADEMY, INC</b> | <b>FLORIDA</b>             |

The terms and conditions of the merger are as follows:

Whereas the Board of Directors of Shear Excellence International Hair Academy, Inc has agreed to merge with Arise And Shine International Educational Training Center Inc.

Whereas the Board of Directors of Arise And Shine International Educational Training Center Inc. has agreed to merge with Shear Excellence International Hair Academy, Inc under the laws of the state of Florida,

Therefore, Shear Excellence International Hair Academy, Inc will merge with Arise and Shine International Educational Training Center Inc. with Arise and Shine International Educational Training Center Inc. surviving and Shear Excellence International Hair Academy, Inc

The articles of the surviving corporation will remain in fact except for the following amendments to Articles I and III:

### **Article I**

**The name of the Corporation will be:**

Shear Excellence International Hair Academy, Inc.

### **Article III is amended as follows:**

**The Specific purpose for which this corporation is organized is:**

To provide a program designed to educate students in all phases of cosmetology, nail technicians and barbering.



This corporation is organized exclusively for charitable purposes within the meaning of section 501(c)(3) of the Internal Revenue Code. Notwithstanding any other provision of these Articles, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from Federal income tax under section 501 (c) (3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law) or (h) by a corporation contributions to which are deductible under section 170 (b)(2) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law).

Upon winding up and dissolution of this corporation, after paying or adequately providing for the debts and obligations of the corporation, the remaining assets shall be distributed to a non-profit fund, foundation, or corporation which is organized and operated exclusively for charitable, educational, religious, and or scientific purposes and which has established its tax exempt status under section 501 (c) (3) of the Internal Revenue Code.