

81-251-6711

BARNETT BOLT FAX

01:14:46 PM

09-14-2016

/4

DIVISION OF CORPORATIONS

FAX

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.

(((H16000228736 3)))



H160002287363ABC2

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 : BARNETT, BOLT, KIRKWOOD, LONG & KOCH, P.A.
Account Number : 072731001155
Phone : (813) 253-2020
Fax Number : (813) 251-6711

SEP 15 2016

R. WHITE

****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

Garcia Family Foundation I, Inc.

Certificate of Status	1
Certified Copy	0
Page Count	03
Estimated Charge	\$78.75

RECEIVED

16 SEP 14 PM 1:39

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

16 SEP 14 AM 9:46

FILED

Electronic Filing Menu

Corporate Filing Menu

Help

H16000228736

16 SEP 14 AM 9:46

SECRETARY OF STATE
TALLAHASSEE, FLORIDAARTICLES OF MERGER

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>
Garcia Family Foundation I, Inc.	Florida	N02000009449

Second: The name and jurisdiction of the merging corporation:

<u>Name</u>	<u>Jurisdiction</u>	<u>Document Number</u>
Garcia Family Foundation II, Inc.	Florida	N02000009447

Third: The Plan of Merger is attached as Exhibit A.

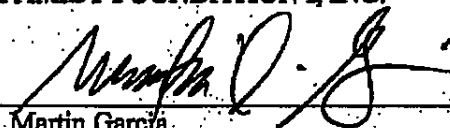
Fourth: The merger shall become effective on the date the Articles of Merger are filed with the Florida Department of State.

Fifth: The plan of merger was adopted by written consent of the members of the surviving corporation and executed in accordance with Section 617.0701, Florida Statutes.


Sixth: The plan of merger was adopted by written consent of the members of the merging corporation and executed in accordance with Section 617.0701, Florida Statutes.

Dated: September 13, 2016

GARCIA FAMILY FOUNDATION I, INC.

By: 
Name: Martin Garcia
Title: President

GARCIA FAMILY FOUNDATION II, INC.

By: 
Name: Myrna Garcia-Haag
Title: Vice President, Secretary, Treasurer

H16000228736

#971834

H16000228736

EXHIBIT A

PLAN OF MERGER

This Plan of Merger (this "Plan") is entered into as of September 13, 2016, by and between GARCIA FAMILY FOUNDATION I, INC., a Florida not for profit corporation ("GFF I"), and GARCIA FAMILY FOUNDATION II, INC., a Florida not for profit corporation ("GFF II"), for the purpose of merging GFF II into GFF I pursuant to Section 617.1105 of the Florida Not For Profit Corporation Act (the "Act"). GFF I is sometimes referred to as the "Surviving Entity".

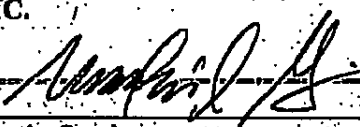
1. **Parties to the Merger.** The parties to the merger are GARCIA FAMILY FOUNDATION I, INC., a Florida not for profit corporation, and GARCIA FAMILY FOUNDATION II, INC., a Florida not for profit corporation. The name of the surviving entity is GARCIA FAMILY FOUNDATION I, INC.
2. **Effective Date.** The effective date of the Merger shall be the date the Articles of Merger are filed with the Florida Department of State (the "Effective Date").
3. **Terms and Conditions of Merger.** On the Effective Date of the Merger, the following shall immediately and automatically occur:
 - 3.1. **Effect of Merger.** GFF II will be merged with and into GFF I pursuant to and in accordance with Section 607.1101 of the Act. The separate existence of GFF II shall thereupon cease, and GFF I, as the Surviving Entity, shall be fully vested in the rights, privileges, immunities, and powers of GFF II, subject to its restrictions, liabilities, and duties.
 - 3.2. **Directors and Officers.** The directors and officers of GFF II in place immediately prior to the Effective Date shall be the directors and officers of the Surviving Entity.
 - 3.3. **Articles of Incorporation.** The Articles of Incorporation of GFF I as in effect immediately prior to the Effective Date shall be the Articles of Incorporation of the Surviving Entity.
 - 3.4. **Bylaws.** The Bylaws of GFF I as in effect immediately prior to the Effective Date shall be the Bylaws of the Surviving Entity.
3. **Memberships.** Immediately upon the Effective Date, the members of GFF II shall automatically become members of the Surviving Entity, vested with all of the rights, privileges and entitlements that the members of the Surviving Entity possess. No member shall receive or be paid cash or other remuneration in connection with the transfer of its membership from GFF II to the Surviving Entity.

H16000228736

H16000228736

IN WITNESS WHEREOF, the parties have adopted this PLAN OF MERGER on the dates indicated below.

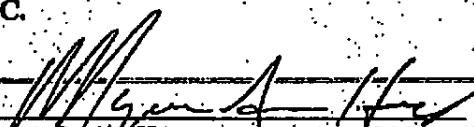
GARCIA FAMILY FOUNDATION I, GARCIA FAMILY FOUNDATION II,
INC. INC.



Martin Garcia

Title: President

Date: 9-11-16



Myrna Garcia-Haag

Title: Vice President

Date: 9 / 13 / 2016

H16000228736