

NO 3000006375

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**MERGER OR SHARE EXCHANGE
CORAL SPRINGS FOUNDATION, INC.**

Certificate of Status	0
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Page Count	11
Estimated Charge	\$70.00

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DIVISION OF CORPORATIONS
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COVER LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: Coral Springs Foundation, 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:

John Quailey, Esquire

(Contact Person)

Moraitis, Cofar, Karney & Moraitis

(Firm/Company)

Galleria Professional Bldg., 915 Middle River Dr., Suite 506

(Address)

Fort Lauderdale, Florida 33304

(City/State and Zip Code)

For further information concerning this matter, please call:

John Quailey, Esquire

(Name of Contact Person)

At (954) 563-4163

(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

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 May 30, 2014.
The number of votes cast for the merger was sufficient for approval and the vote for the plan was as follows:
Unanimously 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 _____. 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 May 30, 2014. The number of votes cast for the merger was sufficient for approval and the vote for the plan was as follows: Unanimously 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 _____. The number of directors in office was _____. The vote for the plan was as follows: _____ FOR _____ AGAINST _____

(5/11)

Typed or Printed Name of Individual & Title

[illegible]

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

Coral Springs Foundation, Inc.

Florida

The name and jurisdiction of each merging corporation:

Name

Jurisdiction

Fellowship Isles Foundation, Inc.

Florida

The terms and conditions of the merger are as follows:

See Exhibit "B"

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

See Exhibit "C"

Other provisions relating to the merger are as follows:

See Exhibit "D"

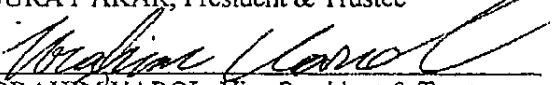
Exhibit "A"

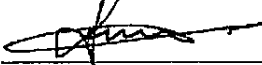
The Surviving Corporation

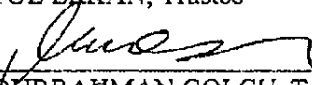
Coral Springs Foundation, Inc.

OFFICERS & TRUSTEES:


DURAY AKAR, President & Trustee


IBRAHIM VAROL, Vice President & Trustee


BETUL ERKAN, Trustee


ABDURRAHMAN GOLCU, Trustee


MUHAMMED SOYER, Trustee

May 30, 2014

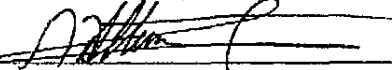
The Merging Corporation

Fellowship Isles Foundation, Inc.

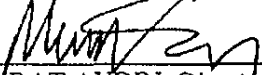
OFFICERS & DIRECTORS


MUSTAFA CICEK, President & Director


METIN DEMIRCI, Vice President & Director


MUSTAFA M. ALTUNAY, Treasurer & Director


KAMIL BAHADIR, Secretary & Director


MURAT AYDIN, Director

May 30, 2014

Exhibit "B"

The Merging Entity shall be merged with and into the Surviving Corporation and the Surviving Corporation shall continue to be governed by the laws of the State of Florida and the separate existence of the Merging Entity shall thereby cease. The Merger shall be pursuant to the applicable provisions of the Florida Not For Profit Corporation Act.

From and after the Effective Time, defined below, the Surviving Corporation shall, to the extent consistent with its Articles of Incorporation, possess all the rights, privileges, immunities and franchises, of a public as well as of a private nature, of each of the Constituent Companies; all property, real, personal and mixed, and all debts due on whatever account, and all other choses in action, and all and every other interest, of or belonging to the Merging Entity shall be taken and deemed to be transferred to and vested in the Surviving Corporation without further act or deed.

From and after the Effective Time, the Surviving Corporation shall thenceforth be responsible and liable for all of the liabilities, obligations and penalties of each of the Constituent Companies, and any said debts, liabilities, obligations and penalties shall thenceforth attach to the Surviving Corporation. No liability or obligation due at the Effective Time, or then to become due, nor any claim or demand for any cause then existing against either of the Constituent Companies, or any shareholder (or partner), officer or director (or general partner) thereof, shall be released or impaired by the Merger, and all rights of creditors and all liens upon property of either of the Constituent Companies shall be preserved unimpaired. Any existing claim or any action or proceeding, civil or criminal, pending by or against either of the Constituent Companies may be prosecuted as if the Merger had not taken place. The Surviving Corporation may be substituted in place of the Merging Entity, and any judgment, rendered against either of the Constituent Companies may be enforced against the Surviving Corporation.

The Merger shall become effective on the date the Articles of Merger are filed with the Florida Department of State - Division of Corporations (such time and date when the merger becomes effective being referred to herein as the "Effective Time").

Exhibit "C"

At the Effective Time, the Articles of Incorporation of the Surviving Corporation, as in effect immediately prior to the Effective Time, shall continue to be the Articles of Incorporation of the Surviving Corporation and no change to such Articles of Incorporation shall be effected after the Effective Time until the Articles of Incorporation may be thereafter duly amended in accordance with applicable law.

Exhibit "D"

At the Effective time, all of the Members of the Merging Entity shall be deemed to have transferred all of their respective membership interest in the Merging Entity to the Surviving Corporation and the separate existence of the Merging Entity shall cease. In exchange for their respective membership interest in the Merging Entity, all members of the Merging Entity shall collectively receive membership in the Surviving Corporation, as is more particularly set out in the By-laws of the Surviving Corporation.

At the Effective Time, any membership interest in the Surviving Corporation outstanding immediately prior to the Merger shall be reaffirmed and shall not be converted, diminished, modified or otherwise amended.

No cash, shares, securities, certificates or obligations will be distributed or issued as the result of the Merger except as provided in the Articles of Incorporation and By-laws of the Surviving Corporation.

The Plan of Merger may be terminated by the action of either party hereto at any time prior to the Effective Time.