

N05000009607

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP     WAIT     MAIL

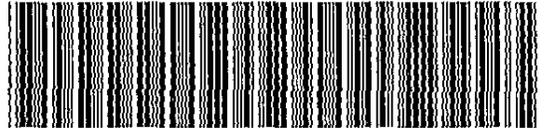
(Business Entity Name)

(Document Number)

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12/29/05--01010--023 \*\*78.75

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2005 DEC 29 PM 3:35  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
STATE  
OFFICE OF THE  
TALLAHASSEE, FLORIDA

Merger  
C. Coulllette DEC 29 2005

CORPDIRECT AGENTS, INC. (formerly CCRS)  
515 EAST PARK AVENUE  
TALLAHASSEE, FL 32301  
222-1173

**FILING COVER SHEET**  
**ACCT. #FCA-14**

**CONTACT:**        TRICIA TADLOCK

**DATE:**            12-29-05

**REF. #:**          000333.46140

**CORP. NAME:**    THE LOFTIS FOUNDATION, INC.

- |  |   |  |
|--|---|--|
| <input type="checkbox"/> ARTICLES OF INCORPORATION   | <input type="checkbox"/> ARTICLES OF AMENDMENT  | <input type="checkbox"/> ARTICLES OF DISSOLUTION |
| <input type="checkbox"/> ANNUAL REPORT               | <input type="checkbox"/> TRADEMARK/SERVICE MARK | <input type="checkbox"/> FICTITIOUS NAME         |
| <input type="checkbox"/> FOREIGN QUALIFICATION       | <input type="checkbox"/> LIMITED PARTNERSHIP    | <input type="checkbox"/> LIMITED LIABILITY       |
| <input type="checkbox"/> REINSTATEMENT               | <input checked="" type="checkbox"/> MERGER      | <input type="checkbox"/> WITHDRAWAL              |
| <input type="checkbox"/> CERTIFICATE OF CANCELLATION |   |  |
| <input type="checkbox"/> OTHER:                      |   |  |

STATE FEES PREPAID WITH CHECK# 515531 FOR \$ 78.75

**AUTHORIZATION FOR ACCOUNT IF TO BE DEBITED:**

\_\_\_\_\_ **COST LIMIT: \$** \_\_\_\_\_

**PLEASE RETURN:**

- |  |   |   |
|--|---|---|
| <input checked="" type="checkbox"/> CERTIFIED COPY | <input type="checkbox"/> CERTIFICATE OF GOOD STANDING | <input type="checkbox"/> PLAIN STAMPED COPY |
| <input type="checkbox"/> CERTIFICATE OF STATUS     |   |   |

Examiner's Initials

**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, and Section 14-3-1101, et seq., of the Official Code of Georgia Annotated.

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

<u>Name</u>	<u>Jurisdiction</u>	<u>Document Number</u>
The Loftis Foundation, Inc.	Florida	N05000009607

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

The Loftis Foundation, Inc.	Georgia	K407762
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**Third:** The Plan of Merger is attached.

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

FILED  
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**Fifth: ADOPTION OF MERGER BY SURVIVING CORPORATION**

**SECTION III**

The plan of merger was adopted by the board of directors on December 2, 2005. The number of directors in office was 2. The vote for the plan was as follows: 2 FOR, 0 AGAINST.

No approval of members was required, and the Plan of Merger was approved by a sufficient vote of the board of directors.

**Sixth: ADOPTION OF MERGER BY MERGING CORPORATION**

**SECTION III**

The plan of merger was adopted by the board of directors on December 2, 2005. The number of directors in office was 2. The vote for the plan was as follows: 2 FOR, 0 AGAINST.

No approval of members was required, and the Plan of Merger was approved by a sufficient vote of the board of directors.

**SECTION IV**

In accordance with the requirements of Official Code of Georgia Annotated Section 14-3-1104.1, notice of filing these Articles of Merger shall be published and payment therefor shall be made.

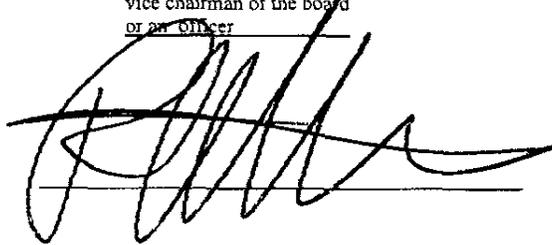
**Seventh: SIGNATURES FOR EACH CORPORATION**

Name of Corporation

Signature of the chairman/  
vice chairman of the board  
or an officer

Typed or Printed Name of Individual & Title

The Loftis Foundation, Inc.  
(Florida)

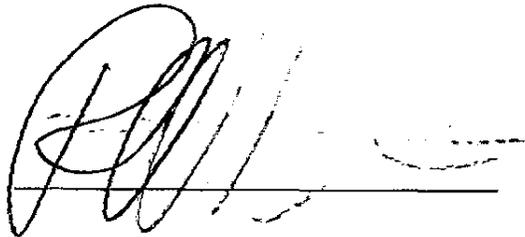


Robert W. Loftis,  
Chief Executive Officer and  
Chief Financial Officer



William Brevard, Secretary

The Loftis Foundation, Inc.  
(Georgia)



Robert Wayne Loftis,  
Chief Executive Officer and  
Chief Financial Officer



William Brevard, Secretary

## PLAN OF MERGER

The following plan of merger is submitted in compliance with Section 617.1101, Florida Statutes, and Official Code of Georgia Annotated Section 14-3-1101, et seq., 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>
The Loftis Foundation, Inc.	Florida

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

The Loftis Foundation, Inc.	Georgia
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The terms and conditions of the merger are as follows:

All of the assets and liabilities of The Loftis Foundation, Inc. (Georgia) will be transferred and assumed by the The Loftis Foundation, Inc. (Florida).

A statement of any changes in the Articles of Incorporation of the surviving corporation to be affected by the merger is as follows:

None

Other provisions relating to the merger are as follows:

None