

N05000010185

(Requestor's Name)

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(City/State/Zip/Phone #)

☐ PICK-UP

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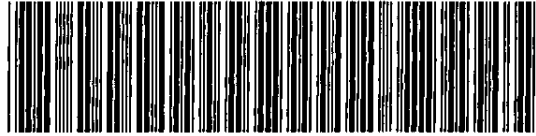
(Business Entity Name)

(Document Number) *C*

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07 MAR -8 AM 11:38
SECRETARY OF STATE
TALLAHASSEE FLORIDA

Merger



**Glenn
Grevenkoed, P.A.**

Attorney at Law
Phone: (772) 234-5600

2801 Ocean Drive #201
Vero Beach FL 32963

Fax: (772) 234-5602
E-mail: Glenn@goodlaw.com

March 5, 2007

Amendment Section
Division of Corporations
P O Box 6327
Tallahassee FL 32314-6327

Re: Merger

Dear Sirs:

Enclosed are Articles of Merger, Plan of Merger and Resolutions regarding the merger of Vero Beach Family Rescue, Inc., a Florida corporation with the surviving MFO Family Rescue Foundation, a Delaware corporation., for filing along with your fee of \$78.75. Please return certified copies in the stamped addressed envelope provided.

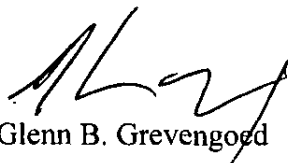
If you have any questions, please call me at 772-234-5600 or fax 772-234-5602.

Please return all correspondence concerning this matter to:

Glenn B. Grevenkoed
Glenn B. Grevenkoed, PA
2801 Ocean Drive
Vero Beach, FL 32963

Thank you for your attention to this request.

Sincerely,



Glenn B. Grevenkoed

Enclosures

cc: David Kravitz

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.

First: The name and jurisdiction of the surviving corporation:

Name

Jurisdiction

Document Number
(If known/applicable)

MFO FAMILY RESCUE FOUNDATION

Delaware

4140519

Second: The name and jurisdiction of each merging corporation:

Name

Jurisdiction

Document Number
(If known/applicable)

VERO BEACH FAMILY RESCUE, INC

Florida

N05000010185

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)

07 MAR -8 AM 11:39
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TALLAHASSEE, FLORIDA

**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 _____
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 6 17.0701, 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 _____. The number of directors in
office was _____. The vote for the plan was as follows: _____ FOR
_____ AGAINST

Seventh: SIGNATURES FOR EACH CORPORATION

Name of Corporation

Signature of the chairman!
vice chairman of the board
or an officer.

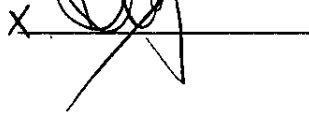
Typed or Printed Name of Individual & Title

MFO FAMILY RESCUE FOUNDATION



Mike Ferry, President

Vero Beach Family Rescue, Inc.

X 

David Kravitz, 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
MFO FAMILY RESCUE FOUNDATION	Delaware

The name and jurisdiction of each merging corporation:

Name	Jurisdiction
VERO BEACH FAMILY RESCUE, INC.	Florida

The terms and conditions of the merger are as follows:

All assets, including but not limited to, cash, donor lists, equipment, intellectual property shall be transferred from VERO BEACH FAMILY RESCUE, INC. to MFO FAMILY RESCUE FOUNDATION, a qualified 501 (C) 3 organization and used for and in furtherance of MFO FAMILY RESCUE FOUNDATION'S charitable purposes. No assets or property shall remain in VERO BEACH FAMILY RESCUE, INC. and the officers and directors of the surviving corporation shall remain as they were previously. The surviving Corporation will indemnify and hold harmless the members, officers and directors for actions they took in their corporate capacity or in furtherance of the objectives of the corporation.

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

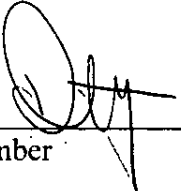
None

Other provisions relating to the merger are as follows:

Expenses of the merger shall be paid out of the assets of Vero Beach Family Rescue, Inc.

RESOLUTION

Since the board of directors of the VERO BEACH FAMILY RESCUE, INC., has approved a **Plan of Merger** at a meeting of directors duly held at 2801 Ocean Drive, Vero Beach, FL 32963 on January 30, 2007, and ordered the plan to be submitted to the members for approval at this meeting as provided by law: it is Resolved, that the members of this corporation ratify and adopt the **Plan of Merger** dated January 30, 2007, between the corporation and MFO FAMILY RESCUE FOUNDATION and direct the secretary of the corporation to insert a copy of the plan in the minute book of the corporation immediately following the minutes of this meeting; and
Further resolved, that the officers of this corporation are authorized and directed to execute all documents and take any further action as may be deemed necessary or advisable to carry out and accomplish the purposes of this resolution.



Member

Member

RESOLUTION

Since the board of directors of the MFO FAMILY RESCUE FOUNDATION, has approved a **Plan of Merger** at a meeting of directors duly held at 1100 MGM Street, Irvine CA 92614 on January 30, 2007, and ordered the plan to be submitted to the members for approval at this meeting as provided by law: it is Resolved, that the members of this corporation ratify and adopt the **Plan of Merger** dated January 30, 2007, between the corporation and VERO BEACH FAMILY RESCUE, INC. and direct the secretary of the corporation to insert a copy of the plan in the minute book of the corporation immediately following the minutes of this meeting; and
Further resolved, that the officers of this corporation are authorized and directed to execute all documents and take any further action as may be deemed necessary or advisable to carry out and accomplish the purposes of this resolution.

x
Member

x
Member