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(Requestor's Name)

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(Address)

(City/State/Zip/Phone #)

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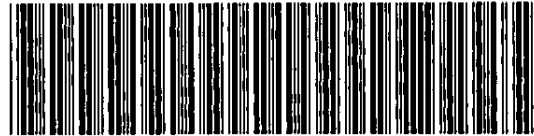
(Business Entity Name)

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
13 OCT 15 AM 9:25

Menger  
(10/25/13)

**COVER LETTER**

**TO:** Amendment Section  
Division of Corporations

**SUBJECT:** H.E.R.O.E.S. Team 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:

Kathy Ellis

(Contact Person)

H.E.R.O.E.S. Team Inc.

(Firm/Company)

6188 Wilkinson Drive

(Address)

Crestview, FL 32539

(City/State and Zip Code)

For further information concerning this matter, please call:

Kathy Ellis

(Name of Contact Person)

At ( 850 ) 689-1448

(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

# **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:

<u>Name</u>	<u>Jurisdiction</u>	<u>Document Number</u> (If known/ applicable)
<u>H.E.R.O.E.S. Team Inc.</u>	<u>Florida</u>	<u>N06000003077</u>

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

<u>Name</u>	<u>Jurisdiction</u>	<u>Document Number</u> (If known/ applicable)
<u>Foster Families of America Inc.</u>	<u>Florida</u>	<u>N07000006955</u>
<u> </u>	<u> </u>	<u> </u>
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**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** 10 / 1 / 2013 (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)

**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 September 12, 2013.  
The number of votes cast for the merger was sufficient for approval and the vote for the plan was as follows:  
Five \_\_\_\_\_ FOR Zero \_\_\_\_\_ 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 September 13, 2013. The number of votes cast for the merger was sufficient for approval and the vote for the plan was as follows: Five \_\_\_\_\_ FOR Zero \_\_\_\_\_ AGAINST

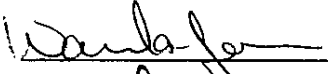
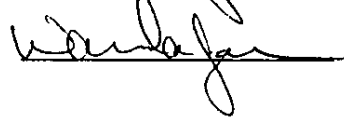
**SECTION II**

(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**

<u>Name of Corporation</u>	<u>Signature of the chairman/ vice chairman of the board or an officer.</u>	<u>Typed or Printed Name of Individual &amp; Title</u>
H.E.R.O.E.S. Team Inc.		President
Foster Families of America, Inc.		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:

<u>Name</u>	<u>Jurisdiction</u>
<u>H.E.R.O.E.S. Team Inc.</u>	<u>Florida</u>

The name and jurisdiction of each merging corporation:

<u>Name</u>	<u>Jurisdiction</u>
<u>Foster Families of America, Inc.</u>	<u>Florida</u>
<u> </u>	<u> </u>
<u> </u>	<u> </u>
<u> </u>	<u> </u>
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The terms and conditions of the merger are as follows:

Foster Families of America agrees to sign and make legal any and all documentation necessary to enable H.E.R.O.E.S. Team Inc. to operate as a not for profit organization.

Foster Families of America agrees to relinquish all assets, liabilities, accounts of record to H.E.R.O.E.S. Team Inc.

Foster Families of America agrees to cease and desist all operations.

H.E.R.O.E.S. Team Inc. agrees to retain the EIN of Foster Families of America, Inc. per the Internal Revenue Rules which is 26-0401975.

H.E.R.O.E.S. Team Inc. agrees to become responsible for all assets, liabilities, and accounts.

H.E.R.O.E.S. Team Inc. agrees to retain by abiding all rules and regulation to remain a not for profit organization

H.E.R.O.E.S. Team Inc. new EIN number will be from this date forward 26-0401975.

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

H.E.R.O.E.S. Team Inc. agrees to retain the EIN of Foster Families of America, Inc. per the Internal Revenue Rules which is 26-0401975.

H.E.R.O.E.S. Team Inc. agrees to become responsible for all assets, liabilities, and accounts.

H.E.R.O.E.S. Team Inc. agrees to retain by abiding all rules and regulation to remain a not for profit organization

H.E.R.O.E.S. Team Inc. new EIN number will be from October 1, 2013 forward 26-0401975.

Other provisions relating to the merger are as follows:

H.E.R.O.E.S. Team Inc. agrees to allow the annual Crop Drop and Christmas Party for 2013 to be announced and take place under the name of Foster Families of America, Inc.. At that time the merger will be announced.