

N060000005819

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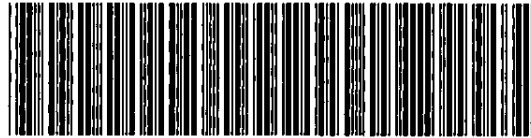
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merger

09/23/14--01012--002 **78.75

FILED
2014 SEP 23 PM 1:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

DR
9/30/14

COVER LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: Voice Of The Light Ministries, 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:

Milton Jelley, CPA

(Contact Person)

Voice of The Light Ministries, Inc.

(Firm/Company)

STE 208 5150 Palm Valley Road

(Address)

Ponte Vedra Beach, FL 32082

(City/State and Zip Code)

For further information concerning this matter, please call:

Milton Jelley, CPA

(Name of Contact Person)

At (859) 753-5106

(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)

FILED

The following articles of merger are submitted in accordance with the Florida Not For Profit Corporation Act, pursuant to section 617.1105, Florida Statutes.

2014 SEP 23 PM 1:30

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

<u>Name</u>	<u>Jurisdiction</u>	<u>Document Number</u> (If known/ applicable)
<u>Voice Of The Light Ministries, Inc.</u>	<u>St. Johns County, Florida</u>	<u>N06000005819</u>

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

<u>Name</u>	<u>Jurisdiction</u>	<u>Document Number</u> (If known/ applicable)
<u>AMF Productions, Inc.</u>	<u>Delaware</u>	<u>4894150</u>
<u> </u>	<u> </u>	<u> </u>
<u> </u>	<u> </u>	<u> </u>
<u> </u>	<u> </u>	<u> </u>
<u> </u>	<u> </u>	<u> </u>

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 09 / 14 / 2014 (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 _____.
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 August 18, 2014. The number of directors in office was 5. The vote for the plan was as follows: 5 FOR 0 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 August 18, 2014. The number of directors in office was 5. The vote for the plan was as follows: 5 FOR 0 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

Voice Of The Light Ministries, Inc.



Emerson Ferrell, President

AMF Productions, Inc.



Ana M Ferrell, 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

Voice Of The Light Ministries, Inc.

St. Johns County, Florida

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

Name

Jurisdiction

AMF Productions, Inc.

Delaware

The terms and conditions of the merger are as follows:

All assets of AMF Productions, Inc. will be transferred to Voice Of The Light Ministries, Inc. and shall be managed and maintained by Voice Of The Light Ministries, Inc.

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

No changes or the articles of incorporation of Voice Of The Light Ministries, Inc. will be be a part of the merger.

Other provisions relating to the merger are as follows:

None

PLAN OF MERGER

THIS AGREEMENT is entered into this 14 day of September, 2014, by and among Voice of the Light Ministries, Inc. ("VOTLM") and AMF-Productions, Inc. ("AMF").

Recitals

AMF has joined VOTLM in order to become one entity with same mission.

AMF has decided to enter into an agreement with VOTLM, to merge into one corporation, to be known as Voice of the Light Ministries, Inc.

NOW, THEREFORE, in consideration of the mutual covenants and agreements herein contained, the parties agree as follows:

1. Names of Corporations Proposing to Merge. AMF and VOTLM propose to merge into one corporation. AMF has shareholders with the right to vote on the merger of the organizations. VOTLM has no members. VOTLM is a Florida corporation. AMF is a Delaware corporation. VOTLM shall be the surviving corporation.

2. Terms and Conditions of Merger. All assets of AMF will be transferred to VOTLM and shall be managed and maintained by VOTLM.


3. Membership Conditions. The merger has been approved by the boards and shareholders of AMF and VOTLM. The voting shareholders of AMF have agreed to release their shares back to AMF and will no longer have any voting or shareholder rights.

4. Statement of Changes in the Articles of Incorporation. The surviving corporation, VOTLM, shall continue to use its Articles of Incorporation subsequent to the merger. The articles shall not be amended.

5. Other provisions. There are no other provisions.

IN WITNESS WHEREOF, the parties to this Agreement have signed it as indicated below:

Voice of the Light Ministries

By: 
Its: President

AMF-Productions, Inc.

By: 
Its: President