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02/25/09--01004--010 **35.00

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09 FEB -5 PM 4:07
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Merger
02/25/09
DC

Roland H. Acosta & Associates, P.A.

1155 Louisiana Avenue, Suite 206
Winter Park, FL 32789
Phone: 407-644-2531
Fax: 407-628-9289
RAcosta@acostaatlaw.com

Via FedEx Standard Overnight
Tracking Number: 7963 6123 5841

February 20, 2009

ATTN: Darlene Connell
Florida Department of State
Division of Corporation
2661 W. Executive Center Circle
Tallahassee, Florida 32301

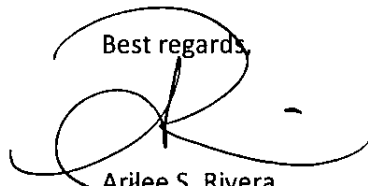
Re: National Association of Hispanic Real Estate professionals of Central Florida, Inc.

Dear Ms. Connell:

Thank you for taking the time to discuss the changes in the enclosed documents. We have made the suggested changes and have enclosed the original documents along with our check number **10186** in the amount of \$35.00 representing additional filing fees.

If you have any questions or comments, please do not hesitate to contact me directly at your earliest convenience.

Best regards,



Arilee S. Rivera
Assistant to Roland H. Acosta

/ar

Enclosures (*as indicated*)

Please have ^{back-}everything dated
AS of 2/5/09
Thank you!!

COVER LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: National Association of Hispanic Real Estate Professionals of Central Florida, 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:

Arilee Rivera
(Contact Person)

Roland H. Acosta & Associates, P.A.
(Firm/Company)

1155 Louisiana Avenue, Suite 206
(Address)

Winter Park, Florida 32789
(City/State and Zip Code)

For further information concerning this matter, please call:

Arilee Rivera At (407) 644-2531
(Name of Contact Person) (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



FLORIDA DEPARTMENT OF STATE
Division of Corporations

February 13, 2009

ARILEE RIVERA
1155 LOUISIANA AVE.
SUITE 206
WINTER PARK, FL 32789

SUBJECT: NATIONAL ASSOCIATION OF HISPANIC REAL ESTATE
PROFESSIONALS OF KISSIMMEE INC
Ref. Number: N06000008152

We have received your document for NATIONAL ASSOCIATION OF HISPANIC REAL ESTATE PROFESSIONALS OF KISSIMMEE INC and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The fee to file articles of merger or articles of share exchange is \$35 per party to the merger or share exchange. Certified copies are optional and are \$8.75 for the first 8 pages of the document, and \$1 for each additional page, not to exceed \$52.50.

THE MERGER SHOULD CONTAIN ONLY TWO CORPORATE NAMES :
NATIONAL ASSOCIATION OF HISPANIC REAL ESTATE PROFESSIONALS
OF CENTRAL FLORIDA, INC. ***AND*** NAHREP OF ORLANDO, INC.

REMOVE THE WORDING "SEE ATTACHED ARTICLES OF AMENDMENT",
SINCE THE AMENDMENT WILL BE FILED FIRST AND THEN THE MERGER
WILL BE FILED, IN THE PLAN OF MERGER.

There is a balance due of \$35.00.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6906.

Darlene Connell
Regulatory Specialist II

Letter Number: 609A00005240

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)
National Association of Hispanic Real Estate Professionals of Central Florida, Inc.	Florida	NO60000008152

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

<u>Name</u>	<u>Jurisdiction</u>	<u>Document Number</u> (If known/ applicable)
NAHREP of Orlando, Inc.	Florida	N04000010843

09 FEB - 5 PM 4:07
SECRETARY OF STATE
TALLAHASSEE FLORIDA

FILED

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)

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 12/11/2008. The number of directors in office was 4. The vote for the plan was as follows: 4 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 12/11/2008. The number of directors in office was 10. The vote for the plan was as follows: 10 FOR 0 AGAINST

Seventh: SIGNATURES FOR EACH CORPORATION

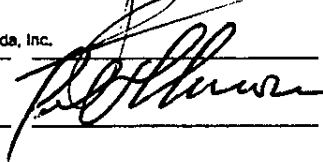
Name of Corporation

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

Typed or Printed Name of Individual & Title

National Association of Hispanic Real Estate Professionals of Central Florida, Inc.

NAHREP of Orlando, Inc.



Jose Alvarez, Vice President

Carlos ThurdeKoos, President & Chairman of the Board

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

National Association of Hispanic Real Estate Professionals of Central Florida, Inc.

Florida

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

Name

Jurisdiction

NAHREP of Orlando, Inc.

Florida

The terms and conditions of the merger are as follows:

The surviving corporation will have a broader foot print throughout the Central Florida region instead of being restricted to the Orlando and Kissimmee Metropolitan areas. The members of the respective corporations will unite to promote the interests of Hispanics in real estate transactions.

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

Other provisions relating to the merger are as follows:

None