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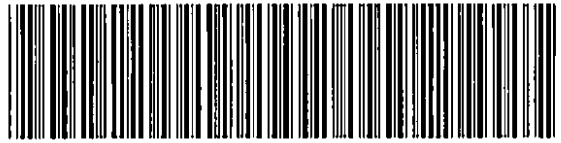
(Business Entity Name)

(Document Number)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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SUNSHINE CORPORATE FILING OF FLORIDA INC.

3458 Lakeshore Drive, Tallahassee, Florida 32312

(850) 656-4724

DATE 7/31/2018

****WALK IN****

ENTITY NAME JACKSONVILLE ALLIANCE FOR KIPP SCHOOLS, INC.

DOCUMENT NUMBER _____

****PLEASE FILE THE ATTACHED AND RETURN****

XX _____

Plain Copy

Certified Copy

Certificate of Status

****PLEASE OBTAIN THE FOLLOWING FOR THE ABOVE ENTITY****

Certified Copy of Arts & Amendments

Certificate of Good Standing

****APOSTILLE / NOTARIAL CERTIFICATION****

COUNTRY OF DESTINATION _____

NUMBER OF CERTIFICATES REQUESTED _____

TOTAL OWED \$70.00

CHECK # 5098

Please call Tina at the above number for any issues or concerns. Thank you so much!

COVER LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: Jacksonville Alliance for KIPP Schools, 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:

Sydney Gervin

Contact Person

Jacksonville Alliance for KIPP Schools, Inc.

Firm/Company

One Independent Drive, Suite 1600

Address

Jacksonville, Florida 32202

City/State and Zip Code

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Angella Kinder

Name of Contact Person

At (206) 812-2489

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

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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)
Jacksonville Alliance for KIPP Schools, Inc.	Florida	N08000011176

Second: The name and jurisdiction of each merging corporation:

<u>Name</u>	<u>Jurisdiction</u>	<u>Document Number</u> (If known/ applicable)
McDuff QALICB, Inc.	Florida	N10000006546

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).

Note: If the date inserted in this block does not meet the applicable statutory filing requirements, this date will not be listed as the document's effective date on the Department of State's records.

(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 January 23, 2018. 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 January 23, 2018. The number of directors in office was 2. The vote for the plan was as follows: 2 FOR 0 AGAINST

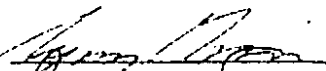
Seventh: SIGNATURES FOR EACH CORPORATION

Name of Corporation

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

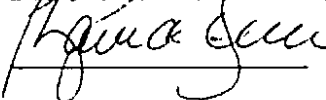
Typed or Printed Name of Individual & Title

Jacksonville Alliance for KIPP Schools, Inc.



Sydney Gerwin, President

McDuff QALICB, INC.



Ryan A. Schwartz, President

PLAN OF MERGER
OF
MCDUFF QALICB, INC.
a Florida not for profit corporation
WITH AND INTO
JACKSONVILLE ALLIANCE FOR KIPP SCHOOLS, INC.
a Florida not for profit corporation

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 directors of McDuff QALICB, Inc. and the directors Jacksonville Alliance for KIPP Schools, Inc., desire to merge McDuff QALICB, Inc. with and into Jacksonville Alliance for KIPP Schools, Inc., in accordance with the Plan of Merger set forth below.

Plan of Merger

1. **Names of Merging Corporations.** McDuff QALICB, Inc., a not for profit corporation incorporated under the laws of the State of Florida, will be merged with and into Jacksonville Alliance for KIPP Schools, Inc., a not for profit corporation incorporated under the laws of the State of Florida. Jacksonville Alliance for KIPP Schools, Inc. shall be the surviving corporation and shall continue under the name "Jacksonville Alliance for KIPP Schools, Inc." (the "Merger").

2. **Terms and Conditions of the Merger.** Under the terms of the Merger, the assets, liabilities, and business activities of McDuff QALICB, Inc. shall be combined with those of Jacksonville Alliance for KIPP Schools, Inc. as the surviving corporation.

3. **Effect of Merger.** Upon the filing of the Plan of Merger, along with any other required documents, with the Florida Department of State Division of Corporations, and the Merger thereby becoming effective, the following will occur:

(a) McDuff QALICB, Inc. and Jacksonville Alliance for KIPP Schools, Inc. will be a single corporation, which will be Jacksonville Alliance for KIPP Schools, Inc. as the surviving corporation (the "Surviving Corporation"). The separate existence of McDuff QALICB, Inc. will cease.

(b) The Surviving Corporation will continue to possess all of the rights, privileges, immunities, and powers and will be subject to all of the duties and liabilities of a nonprofit corporation organized under the laws of the State of Florida.

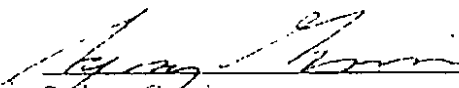
(c) The Surviving Corporation will possess all of the rights, privileges, and immunities, and powers of itself and McDuff QALICB, Inc. All property, whether real, personal or mixed; all debts due on whatever account; all other choses in action; and all and every other interest of or belonging to or due to McDuff QALICB, Inc. will be taken and deemed to be transferred to and vested in the Surviving Corporation without further act or deed. The title to any real estate, or to any interest in such real estate, vested in either corporation, will not revert or be in any way impaired by reason of this merger.

(d) The Surviving Corporation will be responsible and liable for all of the liabilities and obligations of itself and McDuff QALICB, Inc. Neither the rights of creditors nor any liens upon the property of McDuff QALICB, Inc. or Jacksonville Alliance for KIPP Schools, Inc. will be impaired by the Merger.

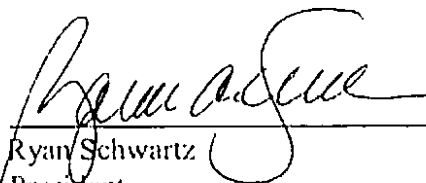
(e) The Articles of Incorporation and the Bylaws of Utah Food Bank will be the governing corporate documents of the Surviving Corporation after the effective date of the Merger.

Dated as of this 23rd day of January, 2018.

JACKSONVILLE ALLIANCE FOR KIPP SCHOOLS, INC.,
a Florida not-for-profit corporation

By: 
Name: Sydney Gervin
Title: President

MCDUFF QALICB, INC.,
a Florida not-for-profit corporation

By: 
Name: Ryan Schwartz
Title: President