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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Merger

TBrown

11-10-11

COVER LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: JEFFERSONIAN ASSOCIATION OF 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:

Claire Baker

(Contact Person)

(Firm/Company)

800 Village Square Xing, Ste 103

(Address)

Palm Beach Gardens, FL 33410

(City/State and Zip Code)

For further information concerning this matter, please call:

Claire Baker

(Name of Contact Person)

At (561) 775-0091

(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)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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>JEFFERSONIAN ASSOCIATION OF FLORIDA INC.</u>	<u>FLORIDA</u>	<u>N09000001717</u>

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

<u>Name</u>	<u>Jurisdiction</u>	<u>Document Number</u> (If known/ applicable)
<u>NORTH PALM BEACH COUNTY VOTER OUTREACH COMMITTEE, INC.</u>	<u>FLORIDA</u>	<u>N11000003246</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 / / (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 08/18/2011. The number of directors in office was 6. The vote for the plan was as follows: 6 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 08/18/2011. The number of directors in office was 6. The vote for the plan was as follows: 6 FOR 0 AGAINST

Name of Corporation

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

Typed or Printed Name of Individual & Title

JEFFERSONIAN ASSOCIATION OF FLORIDA, INC

CLAIRE BAKER, VICE CHAIR

NORTH PALM BEACH COUNTY VOTER OUTREACH COMMITTEE, INC.

~~CLAIRE BAKER, VICE CHAIR~~

PLAN OF MERGER

This Plan of Merger is agreed to between JEFFERSONIAN ASSOCIATION OF FLORIDA, INC., a Florida Non Profit Corporation ("Surviving Corporation"), and NORTH PALM BEACH COUNTY VOTER OUTREACH COMMITTEE, INC., a Florida Non Profit Corporation ("Merging Corporation"). The parties agree as follows:

1. Merging Corporation shall merge with and into Surviving Corporation.
2. Upon consummation of the merger, the Surviving Corporation shall assume the name of the Merging Corporation.
3. The directors and officers of the Surviving Corporation shall be as follows:

Title: CHAIR

Dr. Mark Marciano

4371 Northlake Blvd, PMB #155

Palm Beach Gardens, FL 33410

Title: VICE CHAIR

Claire Baker

4371 Northlake Blvd, PMB #155

Palm Beach Gardens, FL 33410

Title: TREAS

Claire Baker

4371 Northlake Blvd, PMB #155

Palm Beach Gardens, FL 33410

Title: SECTY

Jill Hanson

4371 Northlake Blvd, PMB #155

Palm Beach Gardens, FL 33410

Title: DIR

Jake Noble

4371 Northlake Blvd, PMB #155

Palm Beach Gardens, FL 33410

Title: DIR

Ted Parsons

4371 Northlake Blvd, PMB #155

Palm Beach Gardens, FL 33410

Title: DIR

Fran Sachs

4371 Northlake Blvd, PMB #155

Palm Beach Gardens, FL 33410

4. Upon consummation of the merger, the Surviving Corporation shall succeed, without other transfer, to all the rights and property of the Merging Corporation and shall be subject to all the debts, liabilities, and obligations of the Merging Corporation in the same manner as if incurred by the Surviving Corporation.

5. All rights of creditors and all liens and trusts upon or arising from the property of the Surviving Credit Union and the Merging Corporation shall be preserved unimpaired, provided that the liens and trust obligations upon property of a Merging Corporation shall be limited to the property affected thereby immediately prior to the time the merger is effective.

6. The following amendment to the articles of incorporation of the Surviving Corporation shall be effected by the filing of this Plan of Merger:

Article I of the articles of incorporation of the Surviving Corporation is amended to read as follows: The name of the corporation shall be:

North Palm Beach County Voter Outreach Committee, Inc.

Article II of the articles of incorporation of the Surviving Corporation is amended to read as follows: The principal street address is:

800 Village Square Crossing, Ste. 103
Palm Beach Gardens, FL 33410

The mailing address is:

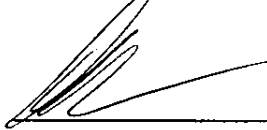
4371 Northlake Blvd, PMB #155
Palm Beach Gardens, FL 33410

7. The articles of incorporation of the Surviving Corporation, with above amendments, shall remain the articles of incorporation of the Surviving Corporation.

8. There being no remaining members of the Surviving Corporation, and the Merging Corporation being a non-member organization, no conversion of memberships is provided for.

9. Effective date of the merger shall be on the date the Articles of Merger are filed with the Florida Department of State.

SURVIVING CORPORATION

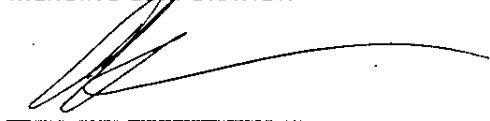


Signature of Vice Chair

Claire Baker

Print Name

MERGING CORPORATION



Signature of Vice Chair

Claire Baker

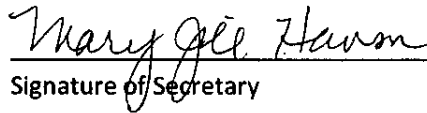
Print Name



Signature of Secretary

Jill Hanson

Print Name



Signature of Secretary

Jill Hanson

Print Name