

**N09000010794**

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(Requestor's Name)

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(Address)

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(Address)

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(City/State/Zip/Phone #)

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TALLAHASSEE, FLORIDA

**D. BRUCE**

DEC 1 2009

**EXAMINER**

**COVER LETTER**

**TO:** Registration Section  
Division of Corporations

**SUBJECT:** F.O.P. Gulfstream Lodge No. 26 Foundation, Inc.

Name of Surviving Party

Please return all correspondence concerning this matter to:

Francis X. J. Lynch, Esq.

Contact Person

Breton, Lynch, Eubanks & Suarez-Murias, PA

Firm/Company

1209 North Olive Avenue

Address

West Palm Beach, FL 33401

City, State and Zip Code

flynch@blesmlaw.com

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

For further information concerning this matter, please call:

Francis X. J. Lynch

Name of Contact Person

at ( 561 )

721-4004

Area Code and Daytime Telephone Number

☒ Certified Copy (optional) \$8.75

**STREET ADDRESS:**

Registration Section  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301

**MAILING ADDRESS:**

Registration Section  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314

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**Articles of Merger  
For  
Florida Profit or Non-Profit Corporation**

The following Articles of Merger are submitted to merge the following Florida Profit and/or Non-Profit Corporation(s) in accordance with s. 607.1109 or 617.0302, Florida Statutes.

**FIRST:** The exact name, form/entity type, and jurisdiction for each merging party are as follows:

<u>Name</u>	<u>Jurisdiction</u>	<u>Form/Entity Type</u>
F.O.P. Gulfstream Lodge No. 26 Foundation, Inc.	Florida	Corporation <u>N09-10794</u>
Fraternal Order of Police Gulfstream Lodge No. 26 Foundation, LLC	Florida	Limited Liability Company <u>L09-3586</u>

**SECOND:** The exact name, form/entity type, and jurisdiction of the surviving party are as follows:

<u>Name</u>	<u>Jurisdiction</u>	<u>Form/Entity Type</u>
F.O.P. Gulfstream Lodge No. 26 Foundation, Inc.	Florida	Corporation

**THIRD:** The attached plan of merger was approved by each domestic corporation, limited liability company, partnership and/or limited partnership that is a party to the merger in accordance with the applicable provisions of Chapters 607, 608, 617, and 620, Florida Statutes.

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**FOURTH:** The attached plan of merger was approved by each other business entity that is a party to the merger in accordance with the applicable laws of the state, country or jurisdiction under which such other business entity is formed, organized or incorporated.

**FIFTH:** If other than the date of filing, the effective date of the merger, which cannot be prior to nor more than 90 days after the date this document is filed by the Florida Department of State:

\_\_\_\_\_ effective upon filing \_\_\_\_\_

**SIXTH:** If the surviving party is not formed, organized or incorporated under the laws of Florida, the survivor's principal office address in its home state, country or jurisdiction is as follows:

\_\_\_\_\_ N/A \_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

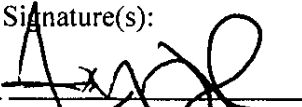
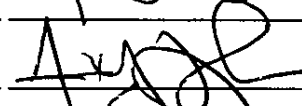
**SEVENTH:** If the surviving party is an out-of-state entity, the surviving entity:

a.) Appoints the Florida Secretary of State as its agent for service of process in a proceeding to enforce any obligation or the rights of dissenting shareholders of each domestic corporation that is party to the merger.

b.) Agrees to promptly pay the dissenting shareholders of each domestic corporation that is a party to the merger the amount, if any, to which they are entitled under s. 607.1302, F.S.

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**EIGHTH:** Signature(s) for Each Party:

Name of Entity/Organization:	Signature(s):	Typed or Printed Name of Individual:
F.O.P. Gulfstream Lodge No. 26		Francis X. J. Lynch
Foundation, Inc.		
Fraternal Order of Police		Francis X. J. Lynch
Gulfstream Lodge No. 26		
Foundation, LLC		

Corporations:	Chairman, Vice Chairman, President or Officer <i>(If no directors selected, signature of incorporator.)</i>
General Partnerships:	Signature of a general partner or authorized person
Florida Limited Partnerships:	Signatures of all general partners
Non-Florida Limited Partnerships:	Signature of a general partner
Limited Liability Companies:	Signature of a member or authorized representative

**Fees:** \$35.00 Per Party

**Certified Copy (optional):** \$8.75

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## PLAN OF MERGER

**FIRST:** The exact name, form/entity type, and jurisdiction for each merging party are as follows:

<u>Name</u>	<u>Jurisdiction</u>	<u>Form/Entity Type</u>
F.O.P. Gulfstream Lodge No. 26	Florida	Corporation
Foundation, Inc.		
Fraternal Order of Police	Florida	Limited Liability Company
Gulfstream Lodge No. 26		
Foundation, LLC		

**SECOND:** The exact name, form/entity type, and jurisdiction of the surviving party are as follows:

<u>Name</u>	<u>Jurisdiction</u>	<u>Form/Entity Type</u>
F.O.P. Gulfstream Lodge No. 26	Florida	Corporation
Foundaton, Inc.		

**THIRD:** The terms and conditions of the merger are as follows:

Fraternal Order of Police, Gulfstream Lodge No. 26 Foundation, LLC, shall merge  
with F.O.P. Gulfstream Lodge No. 26 Foundation, Inc., to be the surviving entity.  
F.O.P. Gulfstream Lodge No. 26 Foundation, Inc., is a non-stock corporation  
governed by a board of directors comprised of the public at large.

\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

*(Attach additional sheet if necessary)*

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**FOURTH:**

A. The manner and basis of converting the interests, shares, obligations or other securities of each merged party into the interests, shares, obligations or others securities of the survivor, in whole or in part, into cash or other property is as follows:

N/A

*(Attach additional sheet if necessary)*

B. The manner and basis of converting the rights to acquire the interests, shares, obligations or other securities of each merged party into the rights to acquire the interests, shares, obligations or others securities of the survivor, in whole or in part, into cash or other property is as follows:

N/A

*(Attach additional sheet if necessary)*

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**FIFTH:** If a partnership is the survivor, the name and business address of each general partner is as follows:

N/A

*(Attach additional sheet if necessary)*

**SIXTH:** If a limited liability company is the survivor, the name and business address of each manager or managing member is as follows:

N/A

*(Attach additional sheet if necessary)*

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**SEVENTH:** Any statements that are required by the laws under which each other business entity is formed, organized, or incorporated are as follows:

N/A

*(Attach additional sheet if necessary)*

**EIGHTH:** Other provision, if any, relating to the merger are as follows:

N/A

*(Attach additional sheet if necessary)*

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