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DIVISION OF CORPORATIONS

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15 MAR 26 AM 10:15

DEPT. OF STATE
ATTN: ASST. E. LINDO

Menger

3-27-15

DC

CORPORATION SERVICE COMPANY
1201 Hays Street
Tallahassee, FL 32301
Phone: 850-558-1500

ACCOUNT NO. : I20000000195

REFERENCE : 565173 81213A

AUTHORIZATION :

COST LIMIT : \$ 78.75



ORDER DATE : March 26, 2015

ORDER TIME : 12:06 PM

ORDER NO. : 565173-005

CUSTOMER NO: 81213A

ARTICLES OF MERGER

QUEENS ISLAND PRESERVE
COMMUNITY ASSOCIATION, INC.

INTO

QUEENS ISLAND PRESERVE
HOMEOWNERS' ASSOCIATION, INC.

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX _____ CERTIFIED COPY
_____ PLAIN STAMPED COPY

CONTACT PERSON: Courtney Williams

EXAMINER'S INITIALS: _____

COVER LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: QUEENS ISLAND PRESERVE HOMEOWNERS' ASSOCIATION, 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:

DOUGLAS E. GONANO, ESQUIRE

(Contact Person)

GONANO & HARRELL

(Firm/Company)

1600 S. FEDERAL HIGHWAY, SUITE 200

(Address)

FORT PIERCE, FL 34950

(City/State and Zip Code)

For further information concerning this matter, please call:

STACY E. CONSALVO

(Name of Contact Person)

At (772) 464-1032, EXT. 1001

(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)

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

FILED
15 MAR 26 AM 10:15
CLERK OF DISTRICT COURT
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>QUEENS ISLAND PRESERVE HOMEOWNERS' ASSOCIATION, INC.</u>	<u>FLORIDA</u>	<u>N10000003506</u>

Second: The name and jurisdiction of each merging corporation:

<u>Name</u>	<u>Jurisdiction</u>	<u>Document Number</u> (If known/ applicable)
<u>QUEENS ISLAND PRESERVE COMMUNITY ASSOCIATION, INC.</u>	<u>FLORIDA</u>	<u>N08000000055</u>
<u> </u>	<u> </u>	<u> </u>
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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 _____. The number of directors in office was _____. The vote for the plan was as follows: _____ FOR _____ 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 _____. The number of directors in office was _____. The vote for the plan was as follows: _____ FOR _____ 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

QUEENS ISLAND PRESERVE HOMEOWNERS' ASSOCIATION, INC.

Genna Zaiman

GENNA ZAIMAN, President

QUEENS ISLAND PRESERVE COMMUNITY ASSOCIATION, INC.

Genna Zaiman

GENNA ZAIMAN, 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

QUEENS ISLAND PRESERVE HOMEOWNERS' ASSOCIATION, INC.

FLORIDA

The name and jurisdiction of each merging corporation:

Name

Jurisdiction

QUEENS ISLAND PRESERVE COMMUNITY ASSOCIATION, INC.

FLORIDA

The terms and conditions of the merger are as follows:

All real property, tangible personal property and intangible personal property together with every other asset, power, privilege, right, entitlement, and obligation of the Merging Corporation are transferred to and are accepted and assumed by the Surviving Corporation including but not limited to those set forth in or arising under or in connection with (a) the dedications made to and all rights and obligations of or applicable to the Merging Corporation under the Plat of Queen's Island Preserve as recorded in Plat Book 60, Page 4, of the Public Records of St. Lucie County, FL, (b) all instruments which are, in any jurisdiction, (i) recorded in the public records and (ii) unrecorded, (c) all permits, plans and approvals issued by any unit of government and (d) all recorded and unrecorded codes, laws, rules, ordinances, resolutions, judgments, decrees and programs of any jurisdiction.

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 are made hereby to the Articles of Incorporation nor to the Bylaws of the Surviving Corporation

Other provisions relating to the merger are as follows: