

N10000003949

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

(Business Entity Name)

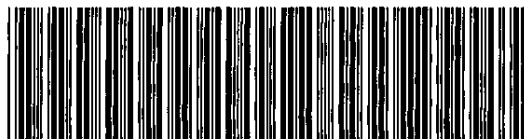
(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only

Please note this merger
was rejected several times
Each time for the same
reason terms & conditions.
With no statement being
added merger is being
filed



700221690347

02/15/12--01020--009 **70.00

FILED
12 APR 25 PM 4:30
SECRETARY OF STATE
TALLAHASSEE FLORIDA

Merger

APR 26 2012

T. LEWIS

COVER LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: Guardian Angels Anglican Church, 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:

DOAK S. CAMPBELL III
(Contact Person)

(Firm/Company)

70 SE 4th Ave.
(Address)

DELRAY Beach, FL 33483
(City/State and Zip Code)

For further information concerning this matter, please call:

DOAK S. CAMPBELL III At (561) 278 1890
(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

March 21, 2012

DOAK S. CAMPBELL, III, ESQ.
70 SE 4TH AVENUE
DELRAY BEACH, FL 33483

SUBJECT: GUARDIAN ANGELS ANGLICAN CHURCH, INC.
Ref. Number: N10000003949

We have received your document for GUARDIAN ANGELS ANGLICAN CHURCH, INC. and check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The by-laws are not filed with the Division of Corporations, please retain them for your records.

The Articles of Merger must state the terms and conditions of the merger.

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) 245-6050.

Thelma Lewis
Document Specialist Supervisor

Letter Number: 512A00009906

ARTICLES & PLAN ATTACHED.

RECEIVED
12 APR 25 AM 7:37
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

DOAK S. CAMPBELL, III

ATTORNEY AT LAW
70 S.E. FOURTH AVENUE
DELRAY BEACH, FLORIDA 33483

TELEPHONE
(561) 278-1890

FACSIMILE
(561) 274-8123

March 12, 2012

Florida Dept. of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Re: Guardian Angels Anglican Church Merger

Dear Sir or Madam:

I am returning the application for merger together with a copy of the By-Laws for the church corporation which you requested. If this is sufficient please process. I believe you still have our check for \$70.00. Thank you for your every assistance and courtesy.

Sincerely yours,

A handwritten signature in cursive script, appearing to read "Doak S. Campbell, III".

Doak S. Campbell, III

cc



FLORIDA DEPARTMENT OF STATE
Division of Corporations

February 17, 2012

DOAK S. CAMPBELL, III, ESQ.
70 SE 4TH AVENUE
DELRAY BEACH, FL 33483

SUBJECT: GUARDIAN ANGELS ANGLICAN CHURCH, INC.
Ref. Number: N10000003949

We have received your document for GUARDIAN ANGELS ANGLICAN CHURCH, INC. and check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The by-laws are not filed with the Division of Corporations. The Articles of Merger must the terms and conditions of the merger.

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) 245-6050.

Thelma Lewis
Document Specialist Supervisor

Letter Number: 512A00007298

RECEIVED

12 MAR 16 AM 9:21

RECEIVED BY STATE
TALLAHASSEE, FLORIDA

Doak S. Campbell, III
Attorney at Law
70 SE 4th Avenue
Delray Beach, FL 33483

Telephone
(561) 278-1890

Fax Number
(561) 274-8123

February 10, 2012

Amendment Section
Division of Corporations
P.O. BOX 6327
Tallahassee, FL. 32314

Re: Articles of Amendment of Merger
Guardian Angels Anglican Church, Inc

Dear Sir or Madam:

I am enclosing and Original and one copy of Articles of Merger for the referenced matter above, submitted for filing, along with a check No. 1657 in the amount of \$70.00 representing the filing fee. After these Articles have been filed, please send me a copy of the same. If you should have any questions, please do not hesitate to call me.

Thank you for your attention to this matter at your earliest convenience.

Sincerely yours,


DOAK S. CAMPBELL, III

DSC/rm
Encl.

(Not for Profit Corporations)

(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 Jan. 29, 2012.

The number of votes cast for the merger was sufficient for approval and the vote for the plan was as follows:

100 2 FOR 0 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

Jan. 29, 2012. The number of votes cast for the merger was sufficient for approval and the vote for the plan was as follows: 100 2 FOR 0 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

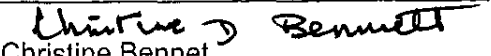
Guardian Angels Anglican Church, Inc.

Senior Warden


Doak S. Campbell, III

Holy Spirit Anglican Church, Inc.

Vice Pres.


Christine Bennet

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

Guardian Angels Anglican Church, Inc.

Palm Beach County, FL

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

Name

Jurisdiction

Guardian Angels Anglican Church, Inc.

Palm Beach County, FL

Holy Spirit Anglican Church, Inc.

Palm Beach County, FL

The terms and conditions of the merger are as follows:

1. The name of the Parish shall be the Church of the Holy Guardian Angels, under the governance of Guardian Angels Anglican Church, Inc.
2. The Government of the Parish and corporation shall be accomplished in accordance with the by-laws for Guardian Angels Anglican Church, Inc. , the annual parish meeting being the chief instrument thereof.
3. The full vestry of each corporation shall serve on the new combined vestry of the surviving co. with a reduction in number each year until there are 10 members, including the rector.

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

The number of vestry members (directors) shall be the total of both corporations and shall commence with 2012 elections reduced annually until the total number shall be 10, including the rector (Chairman and Pres.).

Other provisions relating to the merger are as follows:

Upon merger the officers of the corporation shall be as follows:

Rector/ Director	David Kennedy
Sr. Warden/ Director	David Amason
Jr. Warden/ Director	Charles White
Treas/ director	Chuck Vinton
Sec./Director	Sue Bachellor