

N100000006361

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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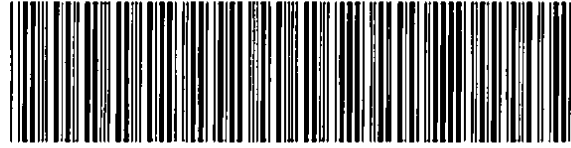
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TO: Amendment Section
Division of Corporations

SUBJECT: The Arbor School of Central 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:

Thomas R. Pepler, Esq.

(Contact Person)

Pepler Law PA

(Firm/Company)

3208 W. SR 426, Ste 1040

(Address)

Oviedo, FL 32765

(City/State and Zip Code)

For further information concerning this matter, please call:

Thomas R. Pepler

(Name of Contact Person)

407

) 792 2773

(Area Code & Daytime Telephone Number)

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[!] Certified copy (optional) \$8.75 (Please send an additional copy of your document if a certified copy is requested)

Mailing Address:

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

Street Address:

Amendment Section
Division of Corporations
The Centre of Tallahassee
2415 N. Monroe Street, Suite 810
Tallahassee, FL 32303

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>Jurisdiction</u>	<u>Document Number</u> (If known/ applicable)
The Arbor School of Central Florida, Inc.	Florida	N10000006361
_____	_____	_____

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

<u>Name</u>	<u>Jurisdiction</u>	<u>Document Number</u> (If known/ applicable)
Workability Inc.	Florida	N21000004493
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____

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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 1 1 (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 October 23, 2023 The number of directors in office was 8 . The vote for the plan was as follows: seven (7) FOR one (1) 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 July 13, 2023 . The number of directors in office was eight (8) . The vote for the plan was as follows: eight (8) FOR zero (0) AGAINST

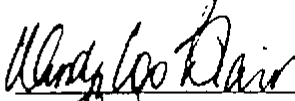
Seventh: SIGNATURES FOR EACH CORPORATION

Name of Corporation

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

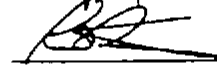
Typed or Printed Name of Individual & Title

The Arbor School of Central Florida, Inc.



Wendy Cox Blair Executive Director

Workability, Inc.



Rebecca S Dray 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

The Arbor School of Central Florida, Inc

Jurisdiction

Florida

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

Name

Workability, Inc.

Jurisdiction

Florida

The terms and conditions of the merger are as follows:

See Exhibit A, attached.

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

None

Other provisions relating to the merger are as follows:

EXHIBIT "A"

1. The name of the surviving entity will be: The Arbor School of Central Florida.
2. The Board of Directors of Workability will serve as a steering committee of The Arbor School of Central Florida's Board of Directors. It will have no vote in matters of the new entity's business.
3. Day-to-day and Oversight of the current program
 - a. Oversight
 - i. Executive Director - Arbor School
 - ii. Director of Business Development - Initially work with their employee regarding meeting with businesses for product placement.
 - iii. Vocational Rehab Coordinator - she is currently a part-time employee working toward an MBA in social enterprise & sustainability. She will take over from the Director of Business Development, guide Workability employee & help with business development.
 - iv. Current Workability employee is under contract with Workability for 10 hours per week. Job duties include managing inventory, preparing items for shipping, online retail sales, local sales, and researching products for production. This employee will transfer to Arbor School employment when the merger is complete.
 - v. Additional employees will be hired as program income allows
4. The Mission of Workability division of Arbor School of Central Florida will perpetually "Empowering local people with disabilities to gain meaningful employment and live a life of purpose and inclusion in a business that cares about people and our planet.
5. Arbor School reserves the right to add additional programming and enterprises that may not be deemed as sustainable products as it believes appropriate that is outside the mission of Workability. The names of the new enterprises will not be related to Workability to protect the mission and sustainability.
There is no projected income from grants, donations, etc.
7. There is no pending litigation facing either party.
8. Inventory will be transferred to Arbor School at no cost to the school
9. Projected Revenue
 - a. Grants
 - Sales
 1. Online - Good Market & Shopify
 2. Retail - Current - WildHare Store
 3. Local Events - Taste of Oviedo, Cops & Cars, local farmers markets
 4. Additional Retail