

N10117

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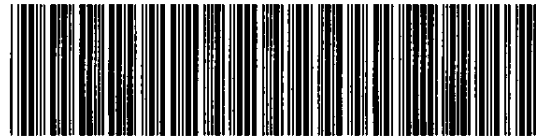
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

2009 DEC 21 PM 1:34

FILED

Merger

TB

DEC 22 2009

**COVER LETTER**

**TO:** Amendment Section  
Division of Corporations

**SUBJECT:** Kiwanis Club of Ft Myers - Metro M<sup>c</sup>Gregor 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:

Debra Dawell  
(Contact Person)

Orion Bank  
(Firm/Company)

4670 Summerlin Rd  
(Address)

Ft Myers, FL 33919  
(City/State and Zip Code)

For further information concerning this matter, please call:

Debra Dawell At (239) 985-2664  
(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

**ARTICLES OF MERGER**  
(Not for Profit Corporations)

FILED  
2009 DEC 21 PM 1:34  
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)
Kiwanis Club of Leon-McGregor Inc	Florida	# 1010117

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

<u>Name</u>	<u>Jurisdiction</u>	<u>Document Number</u> (If known/ applicable)
Kiwanis Club of Ft Myers-Metro Inc	Florida	# 1006000008113

**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 10-1-09.  
The number of votes cast for the merger was sufficient for approval and the vote for the plan was as follows:  
24 FOR 2 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 10-1-09. The number of votes cast for the merger was sufficient for approval and the vote for the plan was as follows: 24 FOR 2 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

Kiwanis Club of Lona-  
macgregal Inc

Scott J. Beatty

Scott J Beatty / President

Kiwanis Club of St. Marys  
metro, Inc

Debra Dawell

Debra Dawell / treasurer

## 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

Kiwanis Club of Tona McGregor, Inc / Florida

The name and jurisdiction of each merging corporation:

Name

Jurisdiction

Kiwanis Club of Ft Myers Metro, Inc Florida

_____	_____
_____	_____
_____	_____
_____	_____

The terms and conditions of the merger are as follows:

*name to be merged using new name of Kiwanis Club of Ft Myers Metro - McGregor, Inc. All funds in the bank will be merged immediately, there will be equal share of officers elected to the board from each club.*

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

*only an update of officers as well as a title change.*

Other provisions relating to the merger are as follows:

*Tona McGregor to new name of Kiwanis Club of Ft Myers Metro - McGregor, Inc.*

Articles of Amendment  
to  
Articles of Incorporation  
of

Kiwanis Club of Iona-McGregor, Inc.

(Name of Corporation as currently filed with the Florida Dept. of State)

210117

(Document Number of Corporation (if known))

Pursuant to the provisions of section 617.1006, Florida Statutes, this **Florida Not For Profit Corporation** adopts the following amendment(s) to its Articles of Incorporation:

**A. If amending name, enter the new name of the corporation:**

Kiwanis Club of Fort Myers Metro-McGregor, Inc.

The new name must be distinguishable and contain the word "corporation" or "incorporated" or the abbreviation "Corp." or "Inc." "Company" or "Co." may not be used in the name.

**B. Enter new principal office address, if applicable:**

(Principal office address MUST BE A STREET ADDRESS)

4670 Summerlin Rd

Fort Myers FL 33919

**C. Enter new mailing address, if applicable:**

(Mailing address MAY BE A POST OFFICE BOX)

P.O. Box 7493

Fort Myers, FL 33911

**D. If amending the registered agent and/or registered office address in Florida, enter the name of the new registered agent and/or the new registered office address:**

Name of New Registered Agent:

Debra Newell

New Registered Office Address:

4670 Summerlin Rd

(Florida street address)

Fort Myers

(City)

Florida 33919  
(Zip Code)

**New Registered Agent's Signature, if changing Registered Agent:**

I hereby accept the appointment as registered agent. I am familiar with and accept the obligations of the position.

Debra Newell

Signature of New Registered Agent, if changing

**If amending the Officers and/or Directors, enter the title and name of each officer/director being removed and title, name, and address of each Officer and/or Director being added:**

<u>Title</u>	<u>Name</u>	<u>Address</u>	<u>Type of Action</u>
<u>SD</u>	<u>Rosana Hutchinson</u>	<u>14186 Grasse Point W</u> <u>Et Myers, FL 33919</u>	<input type="checkbox"/> Add <input checked="" type="checkbox"/> Remove
<u>D</u>	<u>Hannah Pette</u>	<u>8290 Summer Ave</u> <u>Et Myers, FL 33908</u>	<input checked="" type="checkbox"/> Add <input type="checkbox"/> Remove
<u>VP</u>	<u>Melissa Benson</u>	<u>14941 Cooper's Hawk Way</u> <u>Et Myers, FL 33905</u>	<input checked="" type="checkbox"/> Add <input type="checkbox"/> Remove

See attached

**E. If amending or adding additional Articles, enter change(s) here:**  
(attach additional sheets, if necessary). (Be specific)

[illegible]



<u>title</u>	<u>Name</u>	<u>addr</u>	<u>Action</u>
SD	Pat King	2671 Swamp Cabbage Ct Lk Myers, LA 33901	Add
TD	Debra Newell	9390 Triamter #4 Lk Myers, LA 33912	Add

The date of each amendment(s) adoption: 10-1-09  
(date of adoption is required)

Effective date if applicable: 10-1-09  
(no more than 90 days after amendment file date)

**Adoption of Amendment(s) (CHECK ONE)**

☒ The amendment(s) was/were adopted by the members and the number of votes cast for the amendment(s) was/were sufficient for approval.

☐ There are no members or members entitled to vote on the amendment(s). The amendment(s) was/were adopted by the board of directors.

Dated 10-1-09

Signature Scott J. Beatty  
(By the chairman or vice chairman of the board, president or other officer-if directors have not been selected, by an incorporator - if in the hands of a receiver, trustee, or other court appointed fiduciary by that fiduciary)

Scott J. Beatty  
(Typed or printed name of person signing)

President  
(Title of person signing)