

N11000011257

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

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☐ MAIL

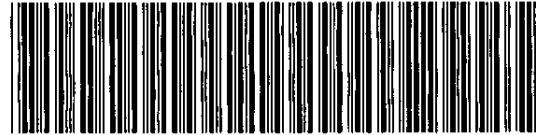
(Business Entity Name)

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06/25/14--01002--019 **70.00

EFFECTIVE DATE

June 30, 2014

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SECRETARY OF STATE
JUN 26 2014

2014 JUN 26 PM 4:03

14 JUN 25 AM 9:15

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Menger
@ 10 6/27/14

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

4KIDS TAMPA BAY, INC.

Signature _____

Requested by: SETH

Name _____ Date _____ Time _____

Walk-In _____ Will Pick Up _____

____ Art of Inc. File _____
____ LTD Partnership File _____
____ Foreign Corp. File _____
____ L.C. File _____
____ Fictitious Name File _____
____ Trade/Service Mark _____
____ ✓ Merger File _____
____ Art. of Amend. File _____
____ RA Resignation _____
____ Dissolution / Withdrawal _____
____ Annual Report / Reinstatement _____
____ Cert. Copy _____
____ Photo Copy _____
____ Certificate of Good Standing _____
____ Certificate of Status _____
____ Certificate of Fictitious Name _____
____ Corp Record Search _____
____ Officer Search _____
____ Fictitious Search _____
____ Fictitious Owner Search _____
____ Vehicle Search _____
____ Driving Record _____
____ UCC 1 or 3 File _____
____ UCC 11 Search _____
____ UCC 11 Retrieval _____
____ Courier _____



FLORIDA DEPARTMENT OF STATE
Division of Corporations

June 25, 2014

CAPITAL CONNECTION, INC.
% SETH
417 E. VIRGINIA ST., STE. A
TALLAHASSEE, FL 32301

SUBJECT: 4KIDS TAMPA BAY, INC.
Ref. Number: N11000011257

RECEIVED
DEPARTMENT OF STATE
14 JUN 26 PM 12:14

We have received your document for 4KIDS TAMPA BAY, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The merger must contain the appropriate approval: If the members have voting rights, as to each corporation:

(1) the date of the meeting of members at which the plan of merger was adopted - a statement that the number of votes cast for the merger was sufficient for approval, and the vote on the plan.

OR

(2) a statement that such plan was adopted by written consent of the members and executed in accordance with section 617.0701, Florida Statutes.

When there are no members entitled to vote, as to each corporation:

(1) a statement that there are no members or members entitled to vote,

(2) the date of adoption of the plan by the board of directors, and

(3) the number of directors then in office and the vote for the plan.

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.

Irene Albritton
Regulatory Specialist II

Letter Number: 314A00013745

ARTICLES OF MERGER

EFFECTIVE DATE

June 30, 2014

The undersigned, being the presidents of 4KIDS Tampa Bay, Inc., a Florida not-for-profit corporation, and 4KIDS of Tampa, Inc., a Florida not-for-profit corporation, hereby execute these articles of merger, which shall be filed in the office of the Florida Department of State.

ARTICLE I

Plan of Merger

A copy of the plan of merger is attached as Exhibit "A".

ARTICLE II

Approval

The plan of merger was adopted by 4KIDS Tampa Bay, Inc. at a meeting of its directors held on March 5th, 2014. There are no members entitled to vote on the merger. The number of votes cast in favor of the merger was sufficient for approval. There are five (5) directors and vote was five (5) in favor, none opposed.

The plan of merger was adopted by 4KIDS of Tampa, Inc. at a meeting of its directors held on May 31st, 2014. There are no members entitled to vote on the merger. The number of votes cast in favor of the merger was sufficient for approval. There are five (5) directors and vote was five (5) in favor and none opposed.

ARTICLE III

Effective Date

The merger shall be effective the end of business on June 30th, 2014.

SIGNATURES ARE ON THE FOLLOWING PAGE

FILED
SECRETARY OF STATE
14 JUN 25 AM 9:15

IN WITNESS WHEREOF, the undersigned have executed these articles of merger on the 12th day of June, 2014.

4KIDS Tampa Bay, Inc.,
a Florida not for profit corporation

By: _____

Thomas Teel, President

4KIDS of Tampa, Inc.,
a Florida not for profit corporation

By: _____

Douglas Free, President

PLAN OF MERGER
OF
4KIDS TAMPA BAY, INC. AND 4KIDS OF TAMPA, INC.

This is a plan of merger between **4KIDS Tampa Bay, Inc.**, a Florida not for profit corporation, and **4KIDS of Tampa, Inc.**, a Florida not for profit corporation.

ARTICLE I

Constituent Corporations

The name of each constituent corporation is **4KIDS Tampa Bay, Inc.**, a Florida not for profit corporation, and **4KIDS of Tampa, Inc.**, a Florida not for profit corporation.

ARTICLE II

Merger

Under *F.S. 617.1107* **4KIDS of Tampa, Inc.** shall be merged into **4KIDS Tampa Bay, Inc.** (the "merger").

ARTICLE III

Surviving Corporation

4KIDS Tampa Bay, Inc. shall be the surviving corporation of the merger whose mailing and physical address are located at **8900 US HWY 19N, Pinellas Park, FL 33782**.

ARTICLE IV

Articles of Incorporation

The articles of incorporation of **4KIDS Tampa Bay, Inc.** in effect immediately before the merger shall be its articles of incorporation subsequent to the merger.

ARTICLE V

Directors and Officers

The directors and officers of **4KIDS Tampa Bay, Inc.** immediately before the merger shall be modified and the directors and officers immediately following the merger shall be the following individuals:

a. Directors:

1. Bradford Boney
8900 US HWY 19N
Pinellas Park, FL 33782
2. A. Nicole Capitano Nassif, Esq.
8900 US HWY 19N
Pinellas Park, FL 33782
3. Jeff Diercks, CPA
8900 US HWY 19N
Pinellas Park, FL 33782
4. Douglas Free
8900 US HWY 19N
Pinellas Park, FL 33782
5. Jed Kirby
8900 US HWY 19N
Pinellas Park, FL 33782
6. Mark Haley
8900 US HWY 19N
Pinellas Park, FL 33782
7. Tessa Daul
8900 HWY 19N
Pinellas Park, FL 33782
8. Tim Suddreth
8900 US HWY 19N
Pinellas Park, FL 33782
9. Thomas Teel
8900 US HWY 19N
Pinellas Park, FL 33782

B. Officers:

- | | |
|---------------------------|--------------|
| 1. Chairman of the Board: | Douglas Free |
| 2. President: | Thomas Teel |
| 3. Vice-President: | Dan Claassen |
| 4. Secretary: | Godly Daniel |
| 5. Treasurer: | Jeff Diercks |

ARTICLE VI

Members

4KIDS Tampa Bay, Inc. has no members and is governed by its board of directors.

ARTICLE VII

Assets and Liabilities

On the effective date of the merger, the separate existence of **4KIDS of Tampa, Inc.** shall cease and **4KIDS Tampa Bay, Inc.**, without further action, shall possess all of its rights and privileges immediately preceding the merger.

All assets of any nature of **4KIDS of Tampa, Inc.**, without further action, shall be vested in **4KIDS Tampa Bay, Inc.** immediately following the merger.

Following the merger, **4KIDS Tampa Bay, Inc.** shall be responsible for all liabilities and obligations of **4KIDS of Tampa, Inc.** Any claim existing or action or proceeding pending against **4KIDS of Tampa, Inc.** may be continued as if the merger did not occur or **4KIDS Tampa Bay, Inc.** may be substituted for **4KIDS of Tampa, Inc.** in any such proceeding. Neither the rights of creditors of nor any liens on the property of **4KIDS of Tampa, Inc.** shall be impaired by the merger.

ARTICLE VIII

Effective Date

The merger shall be effective the end of business on June 30, 2014.

ARTICLE IX

Abandonment

Notwithstanding anything to the contrary contained in this plan, this plan of merger may be terminated and abandoned by the board of directors of **4KIDS Tampa Bay, Inc.** or the board of directors of **4KIDS of Tampa, Inc.** at any time before the filing of articles of merger.

SIGNATURES ARE ON THE FOLLOWING PAGE

IN WITNESS WHEREOF, this plan of merger has been executed by the undersigned officers on the 12th day of June, 2014.

4KIDS Tampa Bay, Inc.,
a Florida not for profit corporation

By: _____


Thomas Teel, President

4KIDS of Tampa, Inc.
a Florida not for profit corporation

By: _____


Douglas Free, President