

N1300001/239

(Requestor's Name)

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(City/State/Zip/Phone #)

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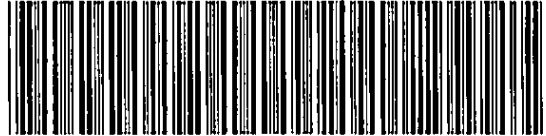
(Business Entity Name)

(Document Number)

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18 JUL 11 PM 4:11
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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NP

Merger

07-11-18

DC



FLORIDA DEPARTMENT OF STATE
Division of Corporations

June 29, 2018

ZACHARY EISNER, ESQ
GALBUT WALTER LLP
4770 BISCAYNE BLVD, SUITE 1400
MIAMI, FL 33137

SUBJECT: DAUGHTERS OF ISRAEL MIKVA OF MIAMI BEACH, INC.
Ref. Number: N13000011239

We have received your document for DAUGHTERS OF ISRAEL MIKVA OF MIAMI BEACH, INC.. However, the document has not been filed and is being returned for the following:

The fee to file articles of merger or articles of share exchange is \$35 per party to the merger or share exchange. Certified copies are optional and are \$8.75 for the first 8 pages of the document, and \$1 for each additional page, not to exceed \$52.50.

PLEASE SEE ATTACHED INSTRUCTIONS FOR FEES. THE CHECK FOR \$8.75 IS BEING RETURNED.

PLEASE INCLUDE THE SUFFIXES FOR THE SURVIVING ENTITY.

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.

Susan Tallent
Regulatory Specialist II

Letter Number: 818A00013589

RECEIVED
18 JUL 11 PM 1:48
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

COVER LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: Daughters of Israel Mikva of Miami Beach, 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:

Zachary Eisner, Esq

Contact Person

Galbut Walters LLP

Firm/Company

4770 Biscayne Blvd Suite 1400

Address

Miami FL 33137

City/State and Zip Code

awalters@hudcap.com

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Zachary Eisner

Name of Contact Person

At (786) 2452319

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.

First: The name and jurisdiction of the surviving corporation:

<u>Name</u>	<u>Jurisdiction</u>	<u>Document Number</u> (If known/ applicable)
Daughters of Israel Mikva of Miami Beach, Inc	FL	N13000011239 ✓

Second: The name and jurisdiction of each merging corporation:

<u>Name</u>	<u>Jurisdiction</u>	<u>Document Number</u> (If known/ applicable)
Daughters of Israel, Inc.	Florida	722908 ✓
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____

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18 JUL 11 PM 4: 11
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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).

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 December 8th, 2017. The number of directors in office was 5. The vote for the plan was as follows: 5 FOR 0 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

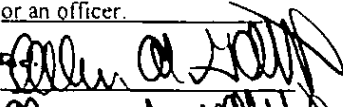
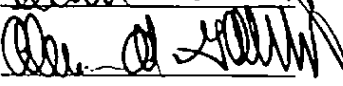
SECTION II

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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 December 8th, 2017. The number of directors in office was 5. The vote for the plan was as follows: 5 FOR 0 AGAINST

Seventh: SIGNATURES FOR EACH CORPORATION

<u>Name of Corporation</u>	<u>Signature of the chairman/ vice chairman of the board or an officer.</u>	<u>Typed or Printed Name of Individual & Title</u>
Daughters of Israel Mikva of Miami Beach		Abraham A. Galbut, President
Daughters of Israel, Inc.		Abraham A. Galbut, 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

Daughters of Israel Mikva of Miami Beach, Inc.

Florida

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

Name

Jurisdiction

Daughters of Israel, Inc.

Florida

The terms and conditions of the merger are as follows:

Surviving corporation assumes all titles, rights, and obligations of merging corporation

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

N/A

Other provisions relating to the merger are as follows:

N/A