

N15000006983

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

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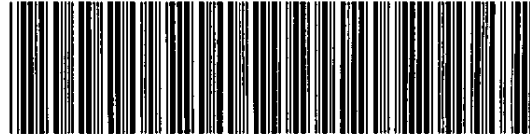
(Business Entity Name)

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02/10/15--01023--019 **125.00

08/27/15--01016--018 **41.25

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TALLAHASSEE, FLORIDA
15 AUG 26 PM 2:51

AUG 28 2015

T CANNON

OLIVER J. JANNEY

Attorney at Law
1800 2nd Street, Suite 970
Sarasota, FL 34236
(941) 684-0314
Fax: (941) 866-9283

RECEIVED

15 AUG 26 PM 12:06

DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

VIA ELECTRONIC MAIL

August 24, 2015

Ms. Tina D. Cannon
Amendment Section
Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Re: Widows Sons of Florida Masonic Riders Association, Inc.
Reference Number: N15000006983

Dear Ms Cannon:

With reference to your letter dated August 17, 2015, a copy of which is enclosed with the filing package, I have enclosed my check in the amount of \$41,25 for the additional amount due.

Please send me a certified copy of the Articles of Merger.

Sincerely yours,



Oliver J. Janney

Enclosures
cc: Mr. Louis Marchetti



FLORIDA DEPARTMENT OF STATE
Division of Corporations

August 17, 2015

OLIVER J. JANNEY
UNIROYAL ENGINEERED PRODUCTS, LLC
1800 2ND STREET, SUITE 970
SARASOTA, FL 34236 US

SUBJECT: WIDOWS SONS OF FLORIDA MASONIC RIDERS ASSOCIATION,
INC.
Ref. Number: N15000006983

We have received your document for WIDOWS SONS OF FLORIDA MASONIC RIDERS ASSOCIATION, INC. and check(s) totaling \$125.00 of which \$37.50 has been designated to file this document. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

There is an additional amount of \$41.25 due. Refer to the attached fee schedule for a breakdown of the fees. Please return a copy of this letter to ensure your money is properly credited.

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 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.

Tina D Cannon
Regulatory Specialist II

Letter Number: 415A00017317

COVER LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: Widows Sons of Florida Masonic Riders Association, Inc.

Name of Surviving Party

Please return all correspondence concerning this matter to:

Oliver J. Janney

Contact Person

Uniroyal Engineered Products, LLC

Firm/Company

1800 2nd Street, Suite 970

Address

Sarasota, FL 34236

City, State and Zip Code

ojanney@nauga.com

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

For further information concerning this matter, please call:

Oliver J. Janney

at (941) 684-0314

Name of Contact Person

Area Code and Daytime Telephone Number

☒ Certified Copy (optional) \$8.75

STREET ADDRESS:

Amendment Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

MAILING ADDRESS:

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

**Articles of Merger
For
Florida Profit or Non-Profit Corporation
Into
Other Business Entity**

The following Articles of Merger are submitted to merge the following Florida Profit and/or Non-Profit Corporation(s) in accordance with s. 607.1109, 617.0302 or 605.1025, Florida Statutes.

FIRST: The exact name, form/entity type, and jurisdiction for each merging party are as follows:

<u>Name</u>	<u>Jurisdiction</u>	<u>Form/Entity Type</u>
Widows Sons of Florida Masonic		
Riders Association, Inc.	Florida	corporation
Widows Sons of Florida Masonic		
Riders Association, LLC	Florida	limited liability company

SECOND: The exact name, form/entity type, and jurisdiction of the surviving party are as follows:

<u>Name</u>	<u>Jurisdiction</u>	<u>Form/Entity Type</u>
Widows Sons of Florida Masonic Riders, Inc.	Florida	corporation

THIRD: The attached plan of merger was approved by each domestic corporation, limited liability company, partnership and/or limited partnership that is a party to the merger in accordance with the applicable provisions of Chapters 607, 605, 617, and/or 620, Florida Statutes.

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FOURTH: The attached plan of merger was approved by each other business entity that is a party to the merger in accordance with the applicable laws of the state, country or jurisdiction under which such other business entity is formed, organized or incorporated.

FIFTH: If other than the date of filing, the effective date of the merger, which cannot be prior to nor more than 90 days after the date this document is filed by the Florida Department of State:

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.

SIXTH: If the surviving party is not formed, organized or incorporated under the laws of Florida, the survivor's principal office address in its home state, country or jurisdiction is as follows:

Not applicable





SEVENTH: If the surviving party is an out-of-state entity, the surviving entity:

a.) Appoints the Florida Secretary of State as its agent for service of process in a proceeding to enforce any obligation or the rights of dissenting shareholders of each domestic corporation that is party to the merger.

b.) Agrees to promptly pay the dissenting shareholders of each domestic corporation that is a party to the merger the amount, if any, to which they are entitled under s. 607.1302, F.S.

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EIGHTH: Signature(s) for Each Party:

Name of Entity/Organization:	Signature(s):	Typed or Printed Name of Individual:
Widows Sons of Florida		
Masonic Riders Association, Inc.		Louis Marchetti
Widows Sons of Florida		
Masonic Riders Association, Inc.		Louis Marchetti

Corporations:	Chairman, Vice Chairman, President or Officer <i>(If no directors selected, signature of incorporator.)</i>
General Partnerships:	Signature of a general partner or authorized person
Florida Limited Partnerships:	Signatures of all general partners
Non-Florida Limited Partnerships:	Signature of a general partner
Limited Liability Companies:	Signature of a member or authorized representative

Fees: \$35.00 Per Party

Certified Copy (optional): \$8.75

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PLAN OF MERGER

FIRST: The exact name, form/entity type, and jurisdiction for each merging party are as follows:

<u>Name</u>	<u>Jurisdiction</u>	<u>Form/Entity Type</u>
Widows Sons of Florida Masonic		
Riders Association, Inc.	Florida	corporation
Widows Sons of Florida Masonic		
Riders Association, LLC	Florida	limited liability company

SECOND: The exact name, form/entity type, and jurisdiction of the surviving party are as follows:

<u>Name</u>	<u>Jurisdiction</u>	<u>Form/Entity Type</u>
Widows Sons of Florida Masonic Riders As:	Florida	Corporation

THIRD: The terms and conditions of the merger are as follows:

a. Widows Sons of Florida Masonic Riders Association, LLC (the "Company") shall merge into

Widows Sons of Florida Masonic Riders Association, Inc. (the "Corporation") and cease to exist.

b. Title to all property owned by the Company shall vest in the Corporation, and the corporation shall

become responsible for all liabilities of the Company.

c. Any claim or action against the Company will continue against the Corporation, and the creditors of the

Company shall become creditors of the Corporation.

d. The members of the Company shall become members of the Corporation.

e. There shall be no changes to the Articles of Incorporation of the Corporation as a result of the merger.

f. The effective date of the merger shall be the date of filing of the Articles of Merger with the Florida

Department of State, Division of Corporations, or a date within ten days thereafter.

(Attach additional sheet if necessary)

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FOURTH:

A. The manner and basis of converting the interests, shares, obligations or other securities of each merged party into the interests, shares, obligations or others securities of the survivor, in whole or in part, into cash or other property is as follows:

Not applicable

(Attach additional sheet if necessary)

B. The manner and basis of converting the rights to acquire the interests, shares, obligations or other securities of each merged party into the rights to acquire the interests, shares, obligations or others securities of the survivor, in whole or in part, into cash or other property is as follows:

Not applicable

(Attach additional sheet if necessary)

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FIFTH: If a partnership is the survivor, the name and business address of each general partner is as follows:

Not applicable

(Attach additional sheet if necessary)

SIXTH: If a limited liability company is the survivor, the name and business address of each manager or managing member is as follows:

Not applicable

(Attach additional sheet if necessary)

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SEVENTH: Any statements that are required by the laws under which each other business entity is formed, organized, or incorporated are as follows:

Not applicable

(Attach additional sheet if necessary)

EIGHTH: Other provision, if any, relating to the merger are as follows:

None

(Attach additional sheet if necessary)

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