

N16000004315

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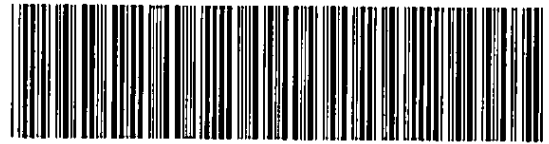
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SECRETARY OF STATE
TALLAHASSEE, FL

Morgan

JUN 21 2021

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COVER LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: Gallien Society 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:

Lera S. Tellam

(Contact Person)

300 N. New York Ave

(Firm/Company)

NO. 874

(Address)

Winter Park FL 32789

(City/State and Zip Code)

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SECRETARY OF STATE
TALLAHASSEE, FL

For further information concerning this matter, please call:

Lera S. Tellam

(Name of Contact Person)

At (407) 288 2414

(Area Code & Daytime Telephone Number)

☒ 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.

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TALLAHASSEE, FL

First: The name and jurisdiction of the surviving corporation:

Name

Jurisdiction

Document Number

(If known/ applicable)

Gallia Society Inc. IOWA

664054

(f/k/a Gallia Town Inc.)

Second: The name and jurisdiction of each merging corporation:

Name

Jurisdiction

Document Number

(If known/ applicable)

Gallia Society Inc.

FLORIDA

N16000004315

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)

ARTICLES OF MERGER

Dated May 5, 2021

GALLICA IOWA INC.
(an Iowa non-profit corporation)

AND

GALLICA SOCIETY INC.
(a Florida non-profit corporation)

Whereas, Gallica Society Inc., a Florida non-profit corporation, and Gallica Iowa Inc., an Iowa non-profit corporation, have agreed and hereby memorialize their articles of merger for recording in Iowa, the location of the surviving corporation, as follows:

1. Gallica Iowa Inc. and Gallica Society Inc. have agreed to merge their assets, operations, liabilities and other rights and obligations. The effective date shall be March 31, 2021 or as soon as possible thereafter. The recording date may reflect a later date than the organic law of the non-profits has allowed.

2. The surviving corporation shall be Gallica Iowa Inc. subject to the following:

a. Gallica Iowa Inc. shall thereafter be known as Gallica Society Inc. a/k/a The Gallica Society. For the avoidance of doubt, this shall amend the articles of incorporation of Gallica Iowa Inc. The surviving corporation shall make any filings promptly, if necessary, to effectuate or reflect this change.

b. Gallica Iowa Inc. shall use the tax records, ruling and EIN of Gallica Society Inc. The surviving corporation shall make any filings with the IRS to effectuate or reflect this change.

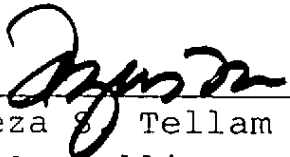
3. Following this plan of merger, the CEO of both entities, Leza S. Tellam, shall promptly update any banking or other relevant third parties so that their records can be updated.

4. There are no members of either non-profit corporation. No approval of the members is therefore required. The CEO of each non-profit is authorized to sign transactions up to US \$5 million in value and was duly authorized to transfer the name.


5. Gallica Society Inc. of Florida duly authorized the merger with Gallica Iowa Inc. of Iowa and all activity of Gallica Iowa Inc. and its incorporator, Leza S. Tellam, in any related capacity in connection herewith. All required internal corporate approvals were obtained, including in accordance with organic laws of the organizations.

6. These articles hereby update the plan signed on March 24, 2020 in form, including through further clarification, and not substance.

IN WITNESS WHEREOF, these articles of merger were executed as of May 7, 2021.



Leza S. Tellam
CEO, Gallica Society Inc.



Leza S. Tellam
Incorporator and CEO,
Gallica Iowa Inc.

ARTICLES AND PLAN OF MERGER

GALLICA IOWA INC. AND GALLICA SOCIETY INC.

Whereas, Gallica Society Inc., a Florida non-profit corporation, and Gallica Iowa Inc., an Iowa non-profit corporation, have agreed and hereby memorialize their articles and plan of merger as follows:

1. Gallica Iowa Inc. and Gallica Society Inc. hereby agree to merge their assets, operations, liabilities and other rights and obligations. The effective date shall be March ~~31~~ 24, 2021.
2. The surviving corporation shall be Gallica Iowa Inc. subject to the following:
 - a. Gallica Iowa Inc. shall thereafter be known as Gallica Society Inc. a/k/a The Gallica Society.
 - b. Gallica Iowa Inc. shall use the tax records, ruling and EIN of Gallica Society Inc.
3. Following this plan of merger, the CEO of both entities, Leza S. Tellam, shall promptly update any banking or other relevant third parties so that their records can be updated.
4. There are no members of either non-profit corporation.

IN WITNESS WHEREOF, these articles and plan of merger were executed as of March ~~31~~ 24, 2021.



Leza S. Tellam
CEO, Gallica Society Inc.



Leza S. Tellam
CEO, Gallica Iowa Inc.