

NP000007933

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

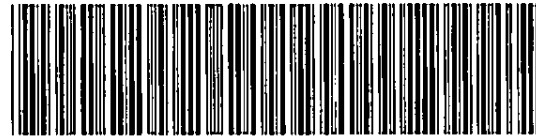
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



800313022868

06/04/18--01029--017 **78.75

FILED
18 JUN -4 PM 4:51
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

JUN 06 2018
S. YOUNG

COVER LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: Berg Family Foundation, 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:

Jordan L. Klingsberg

(Contact Person)

Gutter Chaves et. al

(Firm/Company)

2101 Corporate Blvd. Suite 107

(Address)

Boca Raton, Florida, 33496

(City/State and Zip Code)

For further information concerning this matter, please call:

Jordan Klingsberg

(Name of Contact Person)

At (561) 988-7847

(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)
Berg Family Foundation, Inc.	Florida	N17000007933

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

<u>Name</u>	<u>Jurisdiction</u>	<u>Document Number</u> (If known/ applicable)
Berg Family Foundation, Inc.	California	C1994145

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)

FILED
18 JUN -4 PM 4:52
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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 May 1, 2018.
The number of votes cast for the merger was sufficient for approval and the vote for the plan was as follows:
2 FOR 0 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 _____. The number of votes cast for the merger was sufficient for approval and the vote for the plan was as follows: _____ FOR _____ AGAINST

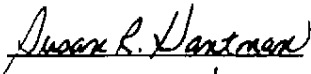
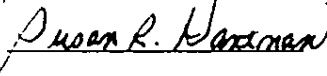
SECTION II

(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 May 1, 2018. The number of directors in office was three. The vote for the plan was as follows: three FOR zero 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>
Berg Family Foundation, Inc.		Susan Hantman, Chief Financial Officer
Berg Family Foundation, Inc.		Susan Hantman, Chief Financial Officer

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

Berg Family Foundation, Inc.

Florida

The name and jurisdiction of each merging corporation:

Name

Jurisdiction

Berg Family Foundation, Inc.

California

The terms and conditions of the merger are as follows:

In accordance with the provisions of the Florida Not For Profit Corporation Act, the Berg Family Foundation, Inc. of California ("BFF California") shall merge into the Berg Family Foundation, Inc. of Florida ("BFF Florida"), which shall be the Survivor and shall assume and be liable for all of BFF California's assets and liabilities. The Directors and Officers of BFF California are all Directors and Officers of BFF Florida. The Directors of BFF California and BFF Florida have decided that due to administrative efficiencies the merger of the two foundations is in the best interests of the foundations. The separate existence of BFF California shall cease, and BFF Florida shall survive the merger and continue to exist as the surviving entity.

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

None

Other provisions relating to the merger are as follows:

None