

N 1800000 7151

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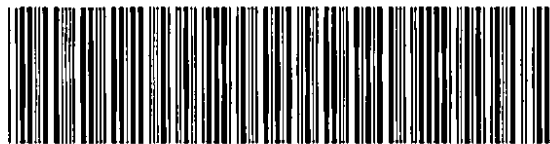
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2018 SEP -4 PM 4:38

SECRETARY OF STATE  
TALLAHASSEE, FL

C. GOLDEN

SEP -7 2018

**COVER LETTER**

**TO:** Amendment Section  
Division of Corporations

**SUBJECT:** Out of the Fog, 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:

Jane E. Kerrigan, Esq.

\_\_\_\_\_  
(Contact Person)

Hand Arendall Harrison Sale

\_\_\_\_\_  
(Firm/Company)

35008 Emerald Coast Parkway, Suite 500

\_\_\_\_\_  
(Address)

Destin, FL 32541

\_\_\_\_\_  
(City/State and Zip Code)

For further information concerning this matter, please call:

Jessi

\_\_\_\_\_  
(Name of Contact Person)

At ( 850 ) 650-0010

\_\_\_\_\_  
(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

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**ARTICLES OF MERGER**

(Not for Profit Corporations)

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SECRETARY OF STATE  
TALLAHASSEE, FL

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)
Out of the Fog, Inc.	Florida	N18000007151
_____	_____	_____

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

<u>Name</u>	<u>Jurisdiction</u>	<u>Document Number</u> (If known/ applicable)
Out of the FOG, Inc.	Texas	801456382
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____

**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 July 3, 2018. The number of directors in office was 3. The vote for the plan was as follows: 3 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**

(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 3. The vote for the plan was as follows: 3 FOR 0 AGAINST

Name of Corporation

Typed or Printed Name of Individual & Title

Glenn Klidden

Gloria Whidden

Out of the Fog, Inc.

**Seventh: SIGNATURES FOR EACH CORPORATION**

Name of Corporation

Signature of the chairman/  
vice chairman of the board  
or an officer.

Typed or Printed Name of Individual & Title

Out of the Fog, Inc.

Gloria Whidden

Out of the Fog, Inc.

*Ed H*

EDWARD HARRIGAN

## 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

Out of the Fog, Inc.

Jurisdiction

Florida

The name and jurisdiction of each merging corporation:

Name

Out of the Fog, Inc.

Jurisdiction

Texas

The terms and conditions of the merger are as follows:

The Board of Directors of Out of the Fog, Inc., a Florida Not for Profit Corporation, must adopt a resolution approving the proposed plan of merger. The Board of Directors of Out of the Fog, Inc. a Texas Not for Profit Corporation, must adopt a resolution approving the proposed plan of merger. Articles of Merger must be signed. Out of the Fog, a Texas Not for Profit shall merge into Out of the Fog, a Florida Not for Profit. Out of the Fog, Inc. a Texas Not for Profit shall cease to exist. All assets and liabilities, including any franchise taxes, of Out of the Fog, Inc. a Texas Not for Profit, shall become assets and liabilities of Out of the Fog, Inc., a Florida Not for Profit. All membership interest in Out of the Fog, Inc., a Texas Not for Profit, shall transfer to Out of the Fog, a Florida Not for Profit.

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:

NA