

Florida Department of State
Division of Corporations
Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

(((H22000251696 3)))



H220002516963ABC0

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

RECEIVED

2022 JUL 25 PM 4:56

To: Division of Corporations
 Fax Number : (850)617-6380

From: Account Name : NASON, YEAGER, GERSON, WHITE & LIOCE, P.A.
 Account Number : 073222003555
 Phone : (561)686-3307
 Fax Number : (561)290-1590

Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.

Email Address: gsmith@mustardseedslc.org

MERGER OR SHARE EXCHANGE
MUSTARD SEED MINISTRIES OF FORT PIERCE, INC.

Certificate of Filing	0
Certified Copy	0
Page Count	06
Estimated Charge	\$70.00

FILED
JUL 25 PM 5:11
SECRETARY OF STATE
TALLAHASSEE, FL

FAN: H22000251696 3

FILED

**ARTICLES OF MERGER
FOR
NOT FOR PROFIT CORPORATIONS**

JUL 25 PM 3:51
SECRETARY OF STATE
TALLAHASSEE, FL

The following Articles of Merger are submitted to merge the following Florida-Not-For Profit Corporations in accordance with Section 617.1105, Florida Statutes.

FIRST: The exact name, form/entity type and jurisdiction of the surviving corporation is as follows:

Name of Entity	Jurisdiction	Form/Entity Type
Mustard Seed Ministries of Fort Pierce, Inc. (Document Number: N18266)	Florida	Not-For-Profit

SECOND: The exact name, form/entity type and jurisdiction of the merging not-for-profit corporation is as follows:

Name of Entity	Jurisdiction	Form/Entity Type
Sarah's Kitchen of the Treasure Coast, Inc. (Document Number: N13000002293)	Florida	Not-for-Profit

THIRD: The plan of merger is attached hereto as Exhibit A.

FOURTH: The merger shall become effective on filing these Articles of Merger with the Secretary of State.

FIFTH: Adoption of Merger by Surviving Corporation:

The plan of merger was adopted by the board of directors on July 20, 2022. The number of directors in office was nine (9). The vote for the plan unanimous. There are no members entitled to vote on the Plan of Merger.

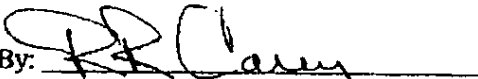
SIXTH: Adoption of Merger by Merging Corporation:

There are no members entitled to vote on the plan of merger. The plan of merger was adopted unanimously by the board of directors on July 19, 2022. The number of directors in office was seven (7). The vote for the plan was unanimous.

[Signatures on following page]

FAN: H22000251696 3

SARAH'S KITCHEN OF THE TREASURE
COAST, INC.

By: 
Robert Carey, President

By: 
Julie Summers, Executive Director

MUSTARD SEED MINISTRIES OF FORT
PIERCE, INC.,

By: 
David Liddle, President

By: 
Gregory Smith, Executive Director

FAN: H22000251696 3

EXHIBIT A

**PLAN OF MERGER
SARAH'S KITCHEN OF THE TREASURE COAST, INC.
a Florida not for profit corporation**

**with and into
MUSTARD SEED MINISTRIES OF FORT PIERCE, INC.
a Florida not for profit corporation**

This Plan of Merger (this "Plan") is entered into by and among Sarah's Kitchen of the Treasure Coast, Inc. ("Sarah's Kitchen"); and Mustard Seed Ministries of Fort Pierce, Inc., a Florida not-for-profit corporation ("Mustard Seed") on July 20, 2022. Sarah's Kitchen and Mustard Seed are hereinafter collectively called the "Merging Entities."

WITNESSETH:

Whereas, the Merging Entities desire to merge, following which Mustard Seed shall be the surviving entity (the "Merger");

Whereas, Section 617.1101 of the Florida Statutes permits the merger of the Merging Entities in the manner provided in this Plan; and

Whereas, the Board of Directors of Sarah's Kitchen and the Board of Directors of Mustard Seed deem the consummation of the Merger in the manner contemplated herein advisable, and accordingly have adopted and approved this Plan and have authorized the execution hereof by appropriate corporate action. There are no members of Mustard Seed entitled to vote on this Plan. There are no members of Sarah's Kitchen.

Now, Therefore, for and in consideration of the promises and of the covenants and agreements hereinafter set forth, the parties hereto agree as follows:

1. *Merging Corporation.* The exact name, form/entity type and jurisdiction of the merging corporation is as follows:

Name of Entity	Jurisdiction	Form/Entity Type
Sarah's Kitchen of the Treasure Coast, Inc. (Document No.: N13000002293)	Florida	Not-for-Profit

2. *Surviving Corporation.* The exact name, form/entity type and jurisdiction of the surviving corporation is as follows:

Name of Entity	Jurisdiction	Form/Entity Type
Mustard Seed Ministries of Fort Pierce, Inc. (Document No.: N18266)	Florida	Not-for-Profit

3. *Terms and Conditions.* The terms and conditions of the Merger (in addition to those set forth elsewhere in this Plan) and the mode of carrying the same into effect are as follows:

3.1 Upon the filing and approval of the Articles of Merger with the Florida Department of State (the "Effective Time"): i) Sarah's Kitchen shall be merged with and into Mustard Seed and Mustard Seed shall be the surviving entity and shall have all the rights, privileges, immunities, and powers and shall be subject to all the duties and liabilities of a corporation under the Florida Statutes; ii) the separate existence of Sarah's Kitchen shall cease; iii) Mustard Seed shall thereupon and thereafter possess all the rights and privileges, immunities, and franchises, of a public as well as of a private nature, of Sarah's Kitchen; and all property, real, personal, and mixed, and all debts due on whatever account, including all choses in action, and all and every other interest, of or belonging to or due to Sarah's Kitchen shall be taken and deemed to be transferred to and vested in Mustard Seed without further act or deed; and iv) all corporate acts, plans, policies, contracts, approvals and authorizations of Sarah's Kitchen and its respective partners, officers and agents, that were valid and effective immediately prior to the Effective Time, shall be taken for all purposes as of the acts, plans, policies, contracts, approvals and authorizations of Mustard Seed and shall be as effective and binding thereon as the same were with respect to Sarah's Kitchen.

If at any time after the Effective Time Mustard Seed shall consider or be advised that any further deeds, assignments or assurances in law or in any other things necessary, desirable or proper to vest, perfect or confirm, of record or otherwise, in Mustard Seed, the title to any property or rights of Sarah's Kitchen acquired or to be acquired by reason of, or as a result of, the Merger, Sarah's Kitchen (or the proper officers and trustees of such) shall execute and deliver such proper deeds, assignments and assurances in law and do all things necessary, desirable or proper to vest, perfect or confirm title to such property or rights in the Surviving Entity and otherwise to carry out the purpose of this Plan.

4. *The Articles of Incorporation of Mustard Seed.* The Articles of Incorporation of Mustard Seed shall be amended and restated as of the Effective Time upon filing with the Secretary of State.

5. *Miscellaneous.*

5.1 Capitalized terms used and defined in this Plan shall have the meanings assigned to such terms.

FAN: H22000251696 3

5.2 For the convenience of the parties, any number of counterparts hereof may be executed and each such counterpart shall be deemed to be an original instrument.

5.3 This Plan shall be binding upon and shall inure to the benefit of the parties hereto and their respective successors and assigns.

[Signature page to follow]

FAN: H22000251696 3

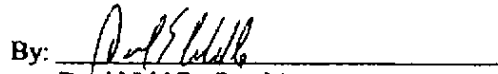
In Witness Whereof, the undersigned have caused their duly authorized officers to execute this Plan on July 20, 2022.

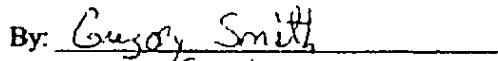
SARAH'S KITCHEN OF THE TREASURE COAST, INC.

By: 
Robert Carey, President

By: 
Julie Summers, Executive Director

MUSTARD SEED MINISTRIES OF FORT PIERCE, INC.,

By: 
David Liddle, President

By: 
Gregory Smith, Executive Director