

12/18/2020

Division of Corporations

Florida Department of State

Division
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N200000013820

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To:

Division of Corporations
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MERGER OR SHARE EXCHANGE

CHDI FOUNDATION, INC.

Certificate of Status	0
Certified Copy	0
Page Count	05
Estimated Charge	\$70.00

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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)
CHDI Foundation, Inc.	Florida	N20000013820

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

<u>Name</u>	<u>Jurisdiction</u>	<u>Document Number</u> (If known/ applicable)
CHDI Foundation, Inc.	New Jersey	Not applicable.

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)

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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 _____. 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

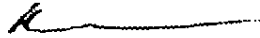
There are no members or members entitled to vote on the plan of merger.
The plan of merger was adopted by the board of directors on _____. The number of directors in office was _____. The vote for the plan was as follows: _____ FOR _____ AGAINST

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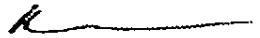
Seventh: SIGNATURES FOR EACH CORPORATIONName of CorporationSignature of the chairman/
vice chairman of the board
or an officer.Typed or Printed Name of Individual & Title

CHDI Foundation, Inc. (FL)



Kenneth J. Slutsky, President

CHDI Foundation, Inc. (NJ)



Kenneth J. Slutsky, President

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**PLAN OF MERGER
OF
CHDI FOUNDATION, INC.,
a New Jersey nonprofit corporation
with and into
CHDI FOUNDATION, INC.,
a Florida corporation not for profit**

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THIS PLAN OF MERGER is entered into this 17th day of December, 2020, by and between CHDI Foundation, Inc., a Florida corporation not for profit ("CHDI FL"), and CHDI Foundation, Inc., a New Jersey nonprofit corporation ("CHDI NJ").

1. CHDI FL and CHDI NJ shall, pursuant to the provisions of the New Jersey Nonprofit Corporation Act and the provisions of the Florida Not for Profit Corporation Act, be merged with and into a single corporation (the "Merger"), with CHDI FL being the surviving nonprofit corporation in the Merger.

2. At the effective time of the Merger, CHDI NJ shall be merged with and into CHDI FL, and CHDI FL shall succeed to all of the rights, obligations, assets, tax attributes and liabilities of CHDI NJ, as provided by law.

3. The present Articles of Incorporation and Bylaws of CHDI FL shall not be changed by the Merger.

4. The persons who are the directors and officers of CHDI FL immediately prior to the effective time of the Merger shall, after the Merger, continue as the directors and officers of CHDI FL without change, to serve, subject to the provisions of the Bylaws of CHDI FL, until their successors have been duly elected and qualified in accordance with the laws of the State of Florida and the Articles of Incorporation and Bylaws of CHDI FL.

4. At the effective time of the Merger, Triplet Investment Company, LLC, a Florida limited liability company, shall be the sole member of CHDI FL as the surviving corporation.

5. This Plan of Merger constitutes the entire agreement between the parties with respect to the matters covered hereby and supersedes all previous written, oral or implied understandings between them with respect to such matters.

IN WITNESS WHEREOF the parties hereto have executed this Plan of Merger as of the date first written above.

CHDI FOUNDATION, INC.,
a Florida corporation not for profit

By: _____

Name: Kenneth J. Slutsky
Title: President

CHDI FOUNDATION, INC.,
a New Jersey nonprofit corporation

By: _____

Name: Kenneth J. Slutsky
Title: President

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