

12/18/2020

Division of Corporations

## Florida Department of State

Division of Corporations

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## To:

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**MERGER OR SHARE EXCHANGE  
THE HIGH Q FOUNDATION, INC.**

Certificate of Status	0
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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)
High Q Foundation, Inc.	Florida	N20000013821

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

<u>Name</u>	<u>Jurisdiction</u>	<u>Document Number</u> (If known/ applicable)
The High Q 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 CORPORATION**Name of CorporationSignature of the chairman/  
vice chairman of the board  
or an officer.Typed or Printed Name of Individual & Title

High Q Foundation, Inc. (FL)



Kenneth J. Slutsky, President

The High Q Foundation, Inc. (NJ)



Kenneth J. Slutsky, President

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**PLAN OF MERGER  
OF  
THE HIGH Q FOUNDATION, INC.,  
a New Jersey nonprofit corporation  
with and into  
HIGH Q 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 High Q Foundation, Inc., a Florida corporation not for profit ("High Q FL"), and The High Q Foundation, Inc., a New Jersey nonprofit corporation ("High Q NJ").

1. High Q FL and High Q 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 High Q FL being the surviving nonprofit corporation in the Merger.

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

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

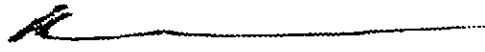
4. The persons who are the directors and officers of High Q FL immediately prior to the effective time of the Merger shall, after the Merger, continue as the directors and officers of High Q FL without change, to serve, subject to the provisions of the Bylaws of High Q FL, until their successors have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

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

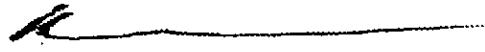
5. This Plan of Merger constitutes the entire agreement between the parties with respect to the matters covered hereby and supersedes all previous written, oral or implied understandings between them with respect to such matters.

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

HIGH Q FOUNDATION, INC.,  
a Florida corporation not for profit

  
By: \_\_\_\_\_  
Name: Kenneth J. Slutsky  
Title: President

THE HIGH Q FOUNDATION, INC.,  
a New Jersey nonprofit corporation

  
By: \_\_\_\_\_  
Name: Kenneth J. Slutsky  
Title: President

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