

N2000000 13825

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

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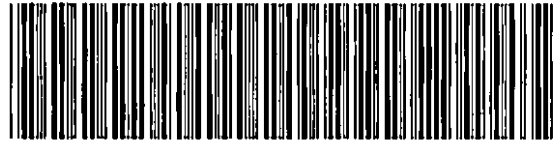
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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STATE
TALLAHASSEE
FLORIDA

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FILE 2ND

CORPORATION SERVICE COMPANY
1201 Hays Street
Tallahassee, FL 32301
Phone: 850-558-1500

ACCOUNT NO. : I20000000195

REFERENCE : 577176 4803460

AUTHORIZATION : *[Signature]*

COST LIMIT : \$ 70.00

ORDER DATE : December 17, 2020

ORDER TIME : 10:33 AM

ORDER NO. : 577176-045

CUSTOMER NO: 4803460

ARTICLES OF MERGER

NSN FOUNDATION, INC.

INTO

NSN FOUNDATION, INC.

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

_____ CERTIFIED COPY
_____ PLAIN STAMPED COPY

CONTACT PERSON: Amanda Robinson

EXAMINER'S INITIALS: _____

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)
NSN Foundation, Inc.	Florida	N20000013825

Second: The name and jurisdiction of each merging corporation:

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

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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 _____. 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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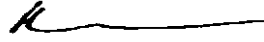
Seventh: SIGNATURES FOR EACH CORPORATION

Name of Corporation

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

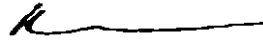
Typed or Printed Name of Individual & Title

NSN Foundation, Inc. (FL)



Kenneth J. Slutsky, President

NSN Foundation, Inc. (NJ)



Kenneth J. Slutsky, President

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

1. NSN FL and NSN 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 NSN FL being the surviving nonprofit corporation in the Merger.

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

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

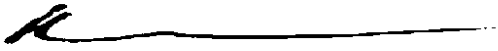
4. The persons who are the directors and officers of NSN FL immediately prior to the effective time of the Merger shall, after the Merger, continue as the directors and officers of NSN FL without change, to serve, subject to the provisions of the Bylaws of NSN FL, until their successors have been duly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

4. At the effective time of the Merger, NISON Management, LLC, a Florida limited liability company, shall be the sole member of NSN FL as the surviving corporation.

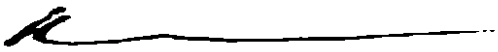
5. This Plan of Merger constitutes the entire agreement between the parties with respect to the matters covered hereby and supersedes all previous written, oral or implied understandings between them with respect to such matters.

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

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


By: _____
Name: Kenneth J. Slutsky
Title: President

NSN FOUNDATION, INC.,
a New Jersey nonprofit corporation


By: _____
Name: Kenneth J. Slutsky
Title: President

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