

N21735

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐

PICK-UP

☐

WAIT

☐

MAIL

(Business Entity Name)

(Document Number)

Certified Copies



Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



900183638479

08/02/10--01033--010 **43.75

08/16/10--01018--001 **35.00

FILED
2010 AUG 13 AM 11:17
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Merger

TB

AUG 16 2010

COVER LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: ALACHUA COUNTY HISTORIC TRUST: MATHESON MUSEUM, 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:

PHILIP A. DELANEY

(Contact Person)

SCRUGGS & CARMICHAEL, P.A.

(Firm/Company)

4041-B NW 37TH PLACE

(Address)

GAINESVILLE, FL 32606

(City/State and Zip Code)

For further information concerning this matter, please call:

PHILIP A. DELANEY

(Name of Contact Person)

At (352) 416-3497

(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



FLORIDA DEPARTMENT OF STATE
Division of Corporations

August 5, 2010

PHILIP A DELANEY
SCRUGGS & CARMICHAEL, P.A.
4041-B NW 37TH PLACE
GAINESVILLE, FL 32606

SUBJECT: ALACHUA COUNTY HISTORIC TRUST: MATHESON MUSEUM,
INC.
Ref. Number: N21735

We have received your document for ALACHUA COUNTY HISTORIC TRUST:
MATHESON MUSEUM, INC. and your check(s) totaling \$43.75. However, the
enclosed document has not been filed and is being returned for the following
correction(s):

The fee to file articles of merger or articles of share exchange is \$35 per party to
the merger or share exchange. Certified copies are optional and are \$8.75 for the
first 8 pages of the document, and \$1 for each additional page, not to exceed
\$52.50.

There is a balance due of \$35.00.

Please return your document, along with a copy of this letter, within 60 days or
your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call
(850) 245-6925.

Teresa Brown
Regulatory Specialist II

Letter Number: 110A00018888

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)
<u>ALACHUA COUNTY HISTORIC TRUST: MATHESON MUSEUM, INC.</u>	<u>FLORIDA</u>	<u>N21735</u>

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

<u>Name</u>	<u>Jurisdiction</u>	<u>Document Number</u> (If known/ applicable)
<u>THE ALACHUA PRESS, INC.</u>	<u>FLORIDA</u>	<u>723936</u>
<u> </u>	<u> </u>	<u> </u>
<u> </u>	<u> </u>	<u> </u>
<u> </u>	<u> </u>	<u> </u>
<u> </u>	<u> </u>	<u> </u>

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).

(Attach additional sheets if necessary)

FILED
2010 AUG 13 AM 11:17
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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 JUNE 15, 2010.
The number of votes cast for the merger was sufficient for approval and the vote for the plan was as follows:
14 FOR 00 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 JUNE 25, 2010. The number of votes cast for the merger was sufficient for approval and the vote for the plan was as follows: 04 FOR 00 AGAINST

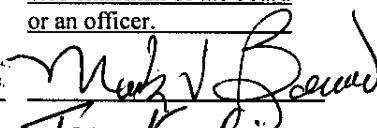
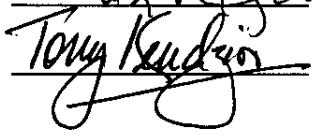
SECTION II

(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

Seventh: SIGNATURES FOR EACH CORPORATION

<u>Name of Corporation</u>	<u>Signature of the chairman/ vice chairman of the board or an officer.</u>	<u>Typed or Printed Name of Individual & Title</u>
ALACHUA COUNTY HISTORIC TRUST: MATHESON MUSEUM, INC.		MARK BARROW, PRESIDENT
THE ALACHUA PRESS, INC.		TONY KENDZIOR, PRESIDENT

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

Jurisdiction

ALACHUA COUNTY HISTORIC TRUST: MATHESON MUSEUM, INC.

FLORIDA

The name and jurisdiction of each merging corporation:

Name

Jurisdiction

THE ALACHUA PRESS, INC.

FLORIDA

The terms and conditions of the merger are as follows:

All assets of the Merging Corporation are transferred to the Surviving Corporation and all debts of the Merging Corporation are assumed by the Surviving Corporation.

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:

NONE