

NA24000001221

(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

J. HORNE
NOV 21 2024

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09/17/24--01025--013 **175.00

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2024 NOV 20 AM 10:20
F.S.M.A.



FLORIDA DEPARTMENT OF STATE
Division of Corporations

October 17, 2024

HELENA GUTIERREZ MALCHOW
801 N ORANGE AVENUE
STE 500
ORLANDO, FL 32801 US

SUBJECT: NEW BALDWIN PARK HOMEOWNERS ASSOCIATION, INC.
Ref. Number: N24000001221

We have received your document and check(s) totaling \$175.00. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

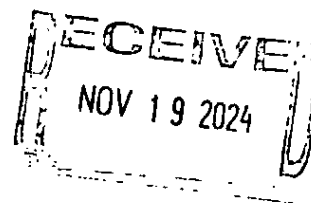
AS REQUESTED THE PREVIOUS TIME YOU FAILED TO CORRECT THE CHANGES, PLEASE FILL OUT THE FORM I AM ENCLOSING WITH THIS DOCUMENT BEING THAT THE NON-PROFIT IS THE SURVING ENTITY.

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) 245-6050.

Jasmine N Horne
Regulatory Specialist II

Letter Number: 524A00023009





DI MASI | BURTON, P.A.

John L. Di Masi, Esquire
Patrick J. Burton, Esquire

801 N. Orange Avenue, Suite 500
Orlando, Florida 32801-1014
hgmachow@orlando-law.com
(407) 839-3383 ext 226

Brian S. Hess, Esquire
Helena G. Malchow, Esquire
Eryn M. McConnell, Esquire
Toby Snively, Esquire
James E. Olsen, Esquire
Eileen Martinez, Esquire
Rebecca Blechman, Esquire

September 12, 2024

Florida Department of State
The Centre of Tallahassee
Attn: Amendment Section
2415 N. Monroe Street, Suite 810
Tallahassee, FL 32303

RE: Filing of Merger Documents of New Baldwin Park Association, LLC. into New Baldwin Park Homeowners Association, Inc.

Dear Sir or Madam:

Please find enclosed with this letter the following documents in connection with the merger of New Baldwin Park Association, LLC., a Florida limited liability company into New Baldwin Park Homeowners Association, Inc., a Florida not for profit corporation:

1. Plan of Merger
2. Articles of Merger

Also enclosed is check no. 1638 in the amount of \$175.00 to cover the fees for (1) \$105.00 for the certificate of conversion for New Baldwin Park Association, LLC. (all annual reports have been timely filed) and (2) \$35.00 each for the certificate of merger.

Thank you for your assistance. Please do not hesitate to contact us with any questions.

Sincerely,

Helena Gutierrez Malchow

Enclosures
Cc: New Baldwin Park Homeowners Association, Inc.

COVER LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: New Baldwin Park Homeowners Association
(Name of Surviving Corporation) *elms*

The enclosed Articles of Merger and fee are submitted for filing.

Please return all correspondence concerning this matter to following:

Helena Gutierrez Klatchew
(Contact Person)

D. Klasi Burton
(Firm/Company)

801 N. Orange Ave., Ste 500
(Address)

Orlando, FL 32801
(City/State and Zip Code)

For further information concerning this matter, please call:

Mary Sweeney At (407) 839-3383
(Name of Contact Person) (Area Code & Daytime Telephone Number)

☒ Certified copy (optional) \$8.75 (Please send an additional copy of your document if a certified copy is requested)

Mailing Address:
Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street Address:
Amendment Section
Division of Corporations
The Centre of Tallahassee
2415 N. Monroe Street, Suite 810
Tallahassee, FL 32303

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)
New Baldwin Park Homeowners Assn, Inc.	Florida	124000001221

Second: The name and jurisdiction of each merging corporation:

<u>Name</u>	<u>Jurisdiction</u>	<u>Document Number</u> (If known/ applicable)
New Baldwin Park Association, LLC	Florida	L17000154619
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____

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 September 1, 2024. The number of directors in office was 3. The vote for the plan was as follows: 3 FOR 0 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 September 1, 2024. The number of votes cast for the merger was sufficient for approval and the vote for the plan was as follows: 11 FOR 0 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

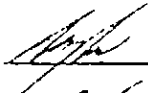
Seventh: SIGNATURES FOR EACH CORPORATION

Name of Corporation

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

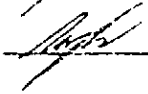
Typed or Printed Name of Individual & Title

NEW BALDWIN PARK
ASSOCIATES, LLC.



MICHAEL CANON, MANAGER

NEW BALDWIN PARK
HOMEOWNERS ASSOCIATION, INC.



MICHAEL CANON, 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:

<u>Name</u>	<u>Jurisdiction</u>
New Baldwin Park Homeowners Association, Inc.	Florida

The name and jurisdiction of each merging corporation:

<u>Name</u>	<u>Jurisdiction</u>
New Baldwin Park Association, LLC	Florida

The terms and conditions of the merger are as follows:

Articles of Incorporation
the Bylaws of New Baldwin Park Homeowners Association, Inc. replace the Articles of Organization and the First Amendment to the Articles of Organization of New Baldwin Park Association, LLC.

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:

COVER LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: New Baldwin Park Homeowners Association
(Name of Surviving Corporation) *elmer*

The enclosed Articles of Merger and fee are submitted for filing.

Please return all correspondence concerning this matter to following:

Helena Gutierrez Klatchew
(Contact Person)

Di Klatchew Burton
(Firm/Company)

801 N. Orange Ave., Ste 500
(Address)

Orlando, FL 32801
(City/State and Zip Code)

For further information concerning this matter, please call:

Mary Sweeney At (407) 839-3383
(Name of Contact Person) (Area Code & Daytime Telephone Number)

☒ Certified copy (optional) \$8.75 (Please send an additional copy of your document if a certified copy is requested)

Mailing Address:

Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street Address:

Amendment Section
Division of Corporations
The Centre of Tallahassee
2415 N. Monroe Street, Suite 810
Tallahassee, FL 32303

ARTICLES OF MERGER

(Not for Profit Corporations)

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FLA. DEPT. OF STATE

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)
New Baldwin Park Homeowners Assn, Inc.	Florida	N24000001221

Second: The name and jurisdiction of each merging corporation:

<u>Name</u>	<u>Jurisdiction</u>	<u>Document Number</u> (If known/ applicable)
New Baldwin Park Association, LLC	Florida	L17000154619
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____

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).

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(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 September 1, 2024. The number of directors in office was 3. The vote for the plan was as follows: 3 FOR 0 AGAINST

Sixth: ADOPTION OF MERGER BY MERGING CORPORATION(s)
(COMPLETE ONLY ONE SECTION)

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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

NEW BALDWIN PARK
ASSOCIATION, LLC.

[Signature]

MICHAEL CANON, MANAGER

NEW BALDWIN PARK
HOME OWNERS ASSOCIATION, INC.

[Signature]

MICHAEL CANON, 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

New Baldwin Park Homeowners Association, Inc. Florida

The name and jurisdiction of each merging corporation:

Name

Jurisdiction

New Baldwin Park Association, LLC Florida

The terms and conditions of the merger are as follows:

~~Articles of Incorporation~~
The ~~BYLAWS~~ of New Baldwin Park Homeowners Association, Inc. replace the Articles of Organization and the First Amendment to the Articles of Organization of New Baldwin Park Association, LLC.

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: