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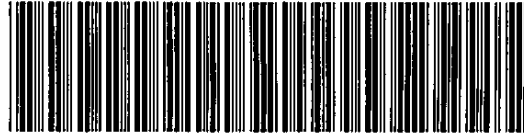
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06 JUL -6 PM 2:19
SECRETARY OF STATE
TALLAHASSEE FLORIDA

100-11-2006

Merger



G. Michael Mackenzie, P.A.

Attorney & Counselor at Law

June 30, 2006

Department of State
Division of Corporations
Corporate Filings
P.O. Box 6327
Tallahassee, FL 32314

RE: Articles of Merger

Dear Sir/Madam:

Enclosed please find the Articles of Merger along with a check in the amount of 78.75. Please return to our office a Certified copy. I have enclosed a self-addressed, stamped envelope for your convenience.

Should you have any questions, please do not hesitate to contact me.

Sincerely,

Marcey L. Collman
Legal Assistant

mic/enclosures

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Board Certified Real Estate Lawyer
Mortgage Law
Corporate & Business Law
Estate Planning & Probate
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ARTICLES OF MERGER
OF
HOSANNA ASSEMBLY OF GOD, INC.
a Florida Not for Profit Corporation,

into
VICTORIOUS LIFE ASSEMBLY OF GOD, INC.
a Florida Not for Profit Corporation

FILED
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SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLES OF MERGER between Hosanna Assembly of God, Inc., a Florida Not for Profit corporation ("Hosanna") and Victorious Life Assembly of God, Inc., a Florida Not for Profit corporation ("Victorious Life").

Under §617.1105 of the Florida Business Corporation Act (the "Act"), Hosanna and Victorious Life adopt the following Articles of Merger.

1. The Agreement and Plan of Merger dated June 30, 2006 ("Plan of Merger"), between Hosanna and Victorious Life was approved and adopted by the members of Hosanna on June 25, 2006 and was adopted by the members of Victorious Life on June 25, 2006.
2. Under the Plan of Merger, the title to all real estate and other property, or any interest therein, owned by each corporation party to the Merger shall be vested in Victorious Life, which shall be the surviving corporation.
3. The Plan of Merger is attached as Exhibit A and incorporated by reference as if fully set forth.
4. Under §617.1105(4) of the Act, the date and time of the effectiveness of the Merger shall be on the date of filing of these Articles of Merger with the Secretary of State of Florida.

IN WITNESS WHEREOF, the parties have set their hands on June 25, 2006

ATTEST:



(Corporate Seal)

Hosanna Assembly of God, Inc.
a Florida Not for Profit corporation

X By: James Johnson
[President]

ATTEST:

Victorious Life Assembly of God, Inc.
a Florida Not for Profit corporation

By: Edward Russo
[President]

(Corporate Seal)

PLAN OF MERGER

Merger between **Victorious Life Assembly of God, Inc.**, (the "Surviving Corp.") and **Hosanna Assembly of God, Inc.**, (the "Disappearing Corp.") (collectively the "Constituent Corporations"). This Merger is being effected under this Plan of Merger ("Plan") in accordance with §§617.1101 et seq. of the Florida Not for Profit Corporation Act (the "Act").

1. **Articles of Incorporation.** The Articles of Incorporation of Surviving Corp., in effect immediately before the Effective Date of the Merger (the "Effective Date"), shall, without any changes, be the Articles of Incorporation of the Surviving Corp. from and after the Effective Date until further amended as permitted by law.

2. **Members of the Disappearing Corp.** will immediately become members of the Surviving Corp., with all rights, privileges and duties appertaining thereto, and with full voting rights as members.

3. **Effect of Merger.** On the Effective Date, the separate existence of Disappearing Corp. shall cease, and Surviving Corp. shall be fully vested in Disappearing Corp.'s rights, privileges, immunities, powers, and franchises, and properties, subject to its restrictions, liabilities, disabilities, and duties, all as more particularly set forth in §617.1106 of the Act.

4. **Supplemental Action.** If at any time after the Effective Date Surviving Corp. shall determine that any further conveyances, agreements, documents, instruments, and assurances or any further action is necessary or desirable to carry out the provisions of this Plan, the appropriate officers of Surviving Corp. or Disappearing Corp., as the case may be, whether past or remaining in office, shall execute and deliver, on the request of Surviving Corp., any and all proper conveyances, agreements, documents, instruments, and assurances and perform all necessary or proper acts, to vest, perfect, confirm, or record such title thereto in Surviving Corp., or to otherwise carry out the provisions of this Plan.

5. **Filing with the Florida Secretary of State and Effective Date.** On the Closing, as provided in the Agreement of Merger of which this Plan is a part, Disappearing Corp. and Surviving Corp. shall cause their respective Presidents (or Vice Presidents) to execute Articles of Merger in the form attached to this Agreement and on such execution this Plan shall be deemed incorporated by reference into the Articles of Merger as if fully set forth in such Articles and shall become an exhibit to such Articles of Merger. Thereafter, such Articles of Merger shall be delivered for filing by Surviving Corp. to the Florida Secretary of State. In accordance with §617.1105(4) of the Act, Effective Date of the Articles of Merger shall be the date of filing of the Articles of Merger with the Florida Secretary of State.

6. **Termination.** At any time before the Effective Date (whether before or after filing of Articles of Merger), this Plan may be terminated and the Merger abandoned by mutual consent of the Boards of Directors of both Constituent Corporations, notwithstanding favorable action by the members of the respective Constituent Corporations.