

N1406031

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

(Business Entity Name)

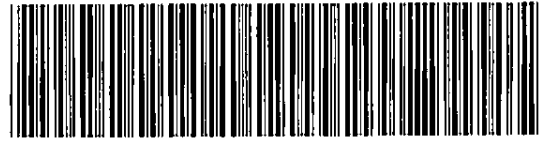
(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

J. HORNE
FEB 18 2020

Office Use Only



800442645808

2025 FEB 14 AM 10:06

FILED

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

2025 FEB 14 AM 10:59

RECEIVED

Sunshine State Corporate Compliance Company

3458 Lakeshore Drive, Tallahassee, Florida 32312
(850) 656-4724

DATE 2/14/2025

****WALK IN****

ENTITY NAME THE FREEDOM INSTITUTE, INC.

DOCUMENT NUMBER _____

****PLEASE FILE THE ATTACHED AND RETURN****

XXX _____

Plain Copy

Certified Copy

Certificate of Status

****PLEASE OBTAIN THE FOLLOWING FOR THE ABOVE ENTITY****

Certified Copy of Arts & Amendments

Certificate of Good Standing

****APOSTILLE / NOTARIAL CERTIFICATION****

COUNTRY OF DESTINATION _____

NUMBER OF CERTIFICATES REQUESTED _____

TOTAL OWED \$50.00

ACCOUNT #: I20160000072

E R J

Please call Tina at the above number for any issues or concerns. *Thank you so much!*



FLORIDA DEPARTMENT OF STATE
Division of Corporations

February 17, 2025

SUNSHINE STATE CORPORATE COMPLIANCE COMPANY

SUBJECT: QUEST EDUCATIONAL FOUNDATION, INC
Ref. Number: N40631

CORRECTED
Please Allow For
Same File Date

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

As a condition of a merger, pursuant to s.605.0212(8) and/or s.607.1622 (8), Florida Statutes, each party to the merger must be active and current in filing its annual reports with the Department of State through December 31 of the calendar year in which the articles of merger are submitted for filing.

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: 625A00003422

RECEIVED
2025 FEB 18 AM 9:36
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

THE FREEDOM INSTITUTE, INC.
720 Fifth Avenue South, Suite 200
Naples, Florida 34102

February 10, 2025

Florida Department of State
Division of Corporations
The Centre of Tallahassee
2415 N. Monroe Street, Suite 810
Tallahassee, FL 32303

Re: Consent to Use of Similar Name

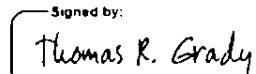
Dear Sir or Madam:

I hereby certify that I am the duly authorized President and a Director of The Freedom Institute, Inc., a Florida Not For Profit Corporation (the "**Corporation**"), formed pursuant to its Articles of Incorporation filed with the Florida Department of State, Division of Corporations on December 9, 2024 and assigned Florida Document Number N24000014159.

The Corporation is being merged with and into Quest Educational Foundation, Inc., a Florida Not For Profit Corporation (the "**Surviving Corporation**") (the "**Merger**"). and in connection with the Merger, the Surviving Corporation will change its corporate name to be that of the Corporation. As such, the Corporation hereby consents to the use of the name, "The Freedom Institute, Inc." by the Surviving Corporation as a part of the name change of the Surviving Corporation in connection with the Merger.

Sincerely,

The Freedom Institute, Inc.

Signed by:

SC309875EA78432
Thomas R. Grady
President and Director

ARTICLES OF MERGER

(Not for Profit Corporations)

FILED
2025 FEB 18 AM 10:05
CLERK OF CIRCUIT COURT
IN AND FOR THE STATE OF FLORIDA
JACKSONVILLE

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)
Quest Educational Foundation, Inc.	Florida	N40631
_____	_____	_____

Second: The name and jurisdiction of each merging corporation:

<u>Name</u>	<u>Jurisdiction</u>	<u>Document Number</u> (If known/ applicable)
The Freedom Institute, Inc.	Florida	N24000014159
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____

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 February 7, 2025. 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 _____. The number of votes cast for the merger was sufficient for approval and the vote for the plan was as follows: _____ FOR _____ AGAINST

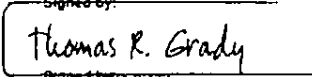
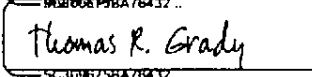
SECTION II

(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 February 7, 2025. The number of directors in office was 3. The vote for the plan was as follows: 3 FOR 0 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>
Quest Educational Foundation, Inc.	 Signed by: B210615BA76432...	Thomas R. Grady, President
The Freedom Institute, Inc.	 Signed by: 5C309675BA76432...	Thomas R. Grady, President

PLAN OF MERGER

This Plan of Merger entered into as of February 10, 2025, by and between QUEST EDUCATIONAL FOUNDATION, INC., a Florida Not For Profit Corporation (the “**Surviving Corporation**”) and THE FREEDOM INSTITUTE, INC., a Florida Not For Profit Corporation (the “**Merging Corporation**”, and together with the Surviving Corporation sometimes referred to as the “**Constituent Corporations**”).

WHEREAS, the Merging Corporation is a Not For Profit Corporation organized under the laws of the State of Florida with a principal place of business located at 720 Fifth Avenue South, Suite 200, Naples, Florida 34102;

WHEREAS, the Surviving Corporation is a Not For Profit Corporation organized under the laws of the State of Florida deemed tax-exempt under Section 501(c)(3) of the Internal Revenue Code, as amended from time to time, with a principal place of business located at 2706 Horseshoe Drive South, Naples, Florida 34104;

WHEREAS, Sections 617.1101 and 617.1102, respectively, of the 2024 Florida Statutes permit the merger of two not for profit corporations organized under Chapter 617 of the 2024 Florida Statutes; and

WHEREAS, the Board of Directors of the Surviving Corporation approved the Merger (as defined below) and this Plan of Merger on February 7, 2025, and the Board of Directors of the Merging Corporation similarly approved the Merger and this Plan of Merger on February 7, 2025.

NOW THEREFORE, in consideration of the terms and conditions set forth in this Plan of Merger and in accordance with the laws of the State of Florida, the Constituent Corporations have agreed and do hereby agree as follows:

1. The Constituent Corporations have agreed that the Merging Corporation shall be merged with and into the Surviving Corporation (the “**Merger**”). The separate existence of the Merging Entity shall cease at such time as the Merger becomes effective as of the Effective Date (as defined below).
2. The name of the Surviving Corporation shall be amended to be The Freedom Institute, Inc.
3. The place in the State of Florida where the principal office of the Surviving Corporation is located is 2706 Horseshoe Drive South, Naples, Florida 34104.
4. The Articles of Incorporation, as amended, of the Surviving Corporation currently in effect, and as amended herein, shall continue in full force and effect as the Articles of Incorporation of the Surviving Corporation until further amended and changed.
5. The Amended and Restated Bylaws of the Surviving Corporation currently in effect shall continue in full force and effect as the bylaws of the Surviving Corporation until further amended and changed.
6. The Employer Identification Number assigned to the Surviving Corporation (EIN: 65-0232400) will remain the Employer Identification Number of the Surviving Corporation.

7. The following individuals shall serve as the Directors of the Surviving Corporation until their successors are elected and qualified:

<u>Name</u>	<u>Address</u>
Thomas R. Grady	2706 Horseshoe Drive South, Naples, Florida 34104
Edward A. Morton	2706 Horseshoe Drive South, Naples, Florida 34104
C.E. Dekko	2706 Horseshoe Drive South, Naples, Florida 34104

8. The following individuals shall serve as the Officers of the Surviving Corporation until their successors are elected and qualified:

<u>Name</u>	<u>Office</u>	<u>Address</u>
Thomas R. Grady	President & CEO	2706 Horseshoe Drive South, Naples, Florida 34104
Edward A. Morton	VP, Secretary & Treasurer	2706 Horseshoe Drive South, Naples, Florida 34104

9. The name and address of the registered agent upon whom any process, notice or demand against either Constituent Corporation or the Surviving Corporation may be served shall continue to be that of the registered agent of the Surviving Corporation.
10. The assets, liabilities, debts and obligations of the Merging Entity shall become the assets, liabilities, debts and obligations of the Surviving Entity.
11. The effective date of this Plan of Merger shall be as of the date set forth above. The date upon which the Merger shall become effective shall be the filing date that the Articles of Merger are filed with the Florida Department of State (the "Effective Time").
12. This Plan of Merger may be executed in counterparts, each of which shall be an original, with the same effect as if the signatures thereto and hereto were upon the same instrument and shall become effective when one or more counterparts have been signed by each of the parties and delivered (by telecopy, electronic delivery or otherwise) to the other parties. Signatures to this Plan of Merger transmitted by facsimile transmission, by electronic mail in "portable document format" ("pdf") form, or by any other electronic means (e.g. DocuSign) intended to preserve the original graphic and pictorial appearance of a document, will have the same effect as physical delivery of the paper document bearing the original signature.

[Signature page to follow]

IN WITNESS WHEREOF, the authorized officers of each of the Merging Corporation and the Surviving Corporation have caused this Plan of Merger to be duly executed and delivered as of the day and year first above written.

SURVIVING CORPORATION:

Quest Educational Foundation, Inc., a Florida
Not For Profit Corporation

Signed by:
By: Thomas R. Grady
Thomas R. Grady, President

MERGING CORPORATION:

The Freedom Institute, Inc., a Florida Not For
Profit Corporation

Signed by:
By: Thomas R. Grady
Thomas R. Grady, President