

N 49785

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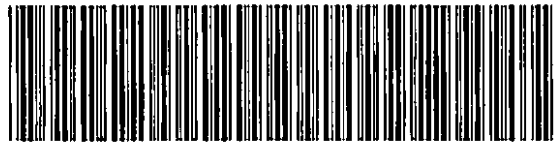
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2018 JUN 18 PM 3:53

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

C. GOLDEN

JUN 20 2018

COVER LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: IMPOWER, 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:

Kenneth S. Gluckman, Esquire

(Contact Person)

Moran Kidd Lyons Johnson, P.A.

(Firm/Company)

111 N. Orange Avenue, Suite 900

(Address)

Orlando, Florida 32801

(City/State and Zip Code)

For further information concerning this matter, please call:

Kathy Seng

(Name of Contact Person)

At (⁴⁰⁷) ⁸⁴¹⁻⁴¹⁴¹

(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

ARTICLES OF MERGER

(Not for Profit Corporations)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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)
IMPOWER, Inc.	Orange	N49785

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

<u>Name</u>	<u>Jurisdiction</u>	<u>Document Number</u> (If known/ applicable)
The Grove Counseling Center, Inc.	Orange	720195

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 07 / 01 / 18 (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 6, 2018. The number of directors in office was 8 (2 didn't vote). The vote for the plan was as follows: 6 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 6, 2018. The number of directors in office was 8 (1 didn't vote). The vote for the plan was as follows: 7 FOR 0 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

IMPOWER, Inc.

Chris Card, Chair

The Grove Counseling Center, Inc.

Billy Stueber, Chair

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

IMPOWER, INC

Jurisdiction

FLORIDA NON-PROFIT

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

Name

THE GROVE COUNSELING CENTER, INC.

Jurisdiction

FLORIDA NON-PROFIT

The terms and conditions of the merger are as follows:

The companies shall merge and Impower, Inc. shall be the surviving entity with all of the assets and liabilities of both companies.

A statement of any changes in the articles of incorporation of the surviving corporation to be effected by the merger is as follows:

The Articles Incorporation of the surviving entity shall remain unchanged.

Other provisions relating to the merger are as follows:

N/A