

N50067

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

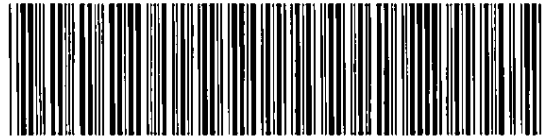
(Business Entity Name)

(Document Number)

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EFFECTIVE DATE

April 15, 2019

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I ALBRITTON

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2019 APR 10 AM 9:18

10 APR 10 PM 1:53



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TALLAHASSEE, FL 32301
P: 866.625.0838
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COGENCYGLOBAL.COM

Account#: I20000000088

Date: 04/10/2019

Name: Chris Vick

Reference #: 1068079

Entity Name: ONEBLOOD, INC.

☐ Articles of Incorporation/Authorization to Transact Business

☐ Amendment

☐ Change of Agent

☐ Reinstatement

☐ Conversion

☒ Merger

☐ Dissolution/Withdrawal

☐ Fictitious Name

☐ Other _____

Authorized Amount: \$70

Signature: 

• CORPORATE HQ
COGENCY GLOBAL INC.
10 E 40TH ST, 10TH FL
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• ASIA PACIFIC HQ
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A HONG KONG LIMITED COMPANY
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EFFECTIVE DATE
April 15, 2019

FILED
2019 APR 10 AM 9:17

ARTICLES OF MERGER

OF

**COMMUNITY BLOOD CENTER OF THE CAROLINAS, INC.,
A North Carolina non-profit corporation**

INTO

**ONEBLOOD, INC.,
A Florida not-for-profit corporation**

The following Articles of Merger are submitted in accordance with the Florida Not for Profit Corporation Act, pursuant to 617.0302, 617.1105, 617.1107 Florida Statutes and in accordance with the North Carolina Nonprofit Corporation Act pursuant to Sections 55A-11-04 and 55A-11-06 of North Carolina General Statutes.

FIRST: The name and jurisdiction of the surviving party is as follows:

<u>Name</u>	<u>Jurisdiction</u>	<u>Document Number</u>
OneBlood, Inc.	Florida	N50067

SECOND: The surviving party is a corporation.

THIRD: The surviving party (which is tax-exempt under section 501(c)(3) of the Internal Revenue Code organized and operated exclusively for charitable purposes) is a charitable organization that would qualify under the North Carolina General Statutes, Chapter 55A, as a charitable organization.

FOURTH: The address of the surviving party is as follows: 8669 Commodity Circle Orlando, Florida 32819

FIFTH: The surviving party is authorized to transact business in North Carolina.

SIXTH: There is one merging party. The name and jurisdiction of the merging party is as follows:

<u>Name</u>	<u>Jurisdiction</u>	<u>Document Number</u>
Community Blood Center of the Carolinas, Inc.	North Carolina	0657176

SEVENTH: The merging party is a corporation.

EIGHTH: The address of the merging party is: 4447 South Blvd, Charlotte, North Carolina 28209, Mecklenburg County.

NINTH: The Plan of Merger is attached as **Exhibit A.**

TENTH: The merger shall become effective on April 15, 2019.

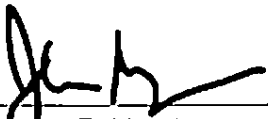
ELEVENTH: There are no members of OneBlood, Inc. The plan of merger was adopted by the board of directors of OneBlood, Inc. on March 1, 2019. The number of directors in office was 9. The vote for the plan was as follows: 9 FOR; 0 AGAINST.

TWELFTH: There are no members of Community Blood Center of the Carolinas, Inc. The Plan of Merger was adopted by the board of directors of Community Blood Center of the Carolinas, Inc. on February 13, 2019. The number of directors in office was 12. The number of votes cast for the Plan of Merger was sufficient for approval and the vote for the Plan of Merger was as follows: 11 FOR; 0 AGAINST.

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The foregoing Articles of Merger were executed by the undersigned parties effective April 15, 2019.

ONEBLOOD, INC., a Florida not-for-profit corporation

By: 
Name: John E. Murphy
Title: Chief Financial Officer

COMMUNITY BLOOD CENTER OF THE CAROLINAS, INC.,
a North Carolina non-profit corporation

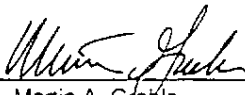
By: 
Name: Martin A. Grable
Title: President & CEO

EXHIBIT A TO ARTICLES OF MERGER

PLAN OF MERGER

BETWEEN

COMMUNITY BLOOD CENTER OF THE CAROLINAS, INC.

AND

ONEBLOOD, INC.

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.

1. Surviving Party. The name and jurisdiction of the surviving corporation:

<u>Name</u>	<u>Jurisdiction</u>
OneBlood, Inc.	Florida

2. Merging Party. The name and jurisdiction of each merging corporation:

<u>Name</u>	<u>Jurisdiction</u>
Community Blood Center Of The Carolinas, Inc.	North Carolina

3. Merger. At 12:01 a.m. on the effective date of the Articles of Merger (the "Effective Time"), the merging party shall be merged with and into the surviving party, and the surviving party shall be the surviving corporation (the "Merger"). The separate corporate existence of the merging party shall cease.
4. Articles of Incorporation. The Articles of Incorporation of the surviving party in effect immediately prior to the Effective Time shall remain in effect at the Effective Time and shall not be revised or amended as a result of the Merger.
5. Bylaws. The Bylaws of the surviving party in effect immediately prior to the Effective Time shall remain in effect at the Effective Time
6. No Conversion of Membership Interests. Neither the surviving party nor the merging party has members or issues membership interests. Therefore, there are no membership interests in the merging entity to be converted into memberships, obligations or securities of the surviving party, or any other corporation or entity, or into cash or other property in whole or part.
7. Officers. The officers of the surviving party in effect immediately prior to the Effective Time shall remain the officers at the Effective Time
8. Directors. The directors of the surviving party in effect immediately prior to the Effective Time shall remain the directors at the Effective Time.

9. Termination and Abandonment. At any time prior to the Effective Time, this Plan may be terminated and the Merger abandoned by the consent of the Board of Directors of the merging party and the surviving party notwithstanding the adoption of this Plan.
10. Amendment. At any time prior to the Effective Time, this Plan may be amended, modified, or supplemented upon the agreement of the merging party and the surviving party.