

N94000003511

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP ☐ WAIT ☐ MAIL

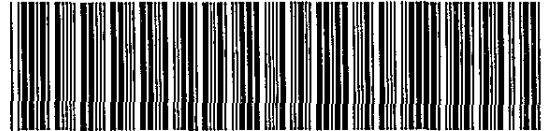
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



500025132035

12/02/03--01026--005 **70.00

FILED
03 DEC -2 PM 7:00
SECRET
INFORMATION

Morgan
to Lewis 12/10/03

TRANSMITTAL LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: National Association of Councils on Developmental Disabilities
(Name of surviving corporation)

The enclosed merger and fee are submitted for filing.

Please return all correspondence concerning this matter to following:

Karen Flipppo, Exec. Dir.

(Name of person)

National Association of Councils on Developmental Disabilities (NACDD)

(Name of firm/company)

1234 Massachusetts Ave., N.W. suite 103

(Address)

Washington, D.C. 20005

(City/state and zip code)

For further information concerning this matter, please call:

Ann Trudgeon

(Name of person)

405 521-4966

At ()

(Area code & daytime telephone number)

☐ Certified copy (optional) \$8.75 (plus \$1 per page for each page over 8, not to exceed a maximum of \$52.50; 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
409 E. Gaines St.
Tallahassee, FL 32399

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)
National Association of Councils on Developmental Disabilities/Washington,		
_____	_____	_____

Second: The name and jurisdiction of each merging corporation:

<u>Name</u>	<u>Jurisdiction</u>	<u>Document Number</u> (If known/ applicable)
Consortium of Developmental Disabilities Councils, Inc.		
_____	_____	N94000003511
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____

03 DEC -2 AM 7:57
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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 in the future).

(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 15 October, 2003
The number of votes cast for the merger was sufficient for approval and the vote for the plan was as follows:
32 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

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 30 September, 2003
The number of votes cast for the merger was sufficient for approval and the vote for the plan was as follows: 15 FOR -0- AGAINST


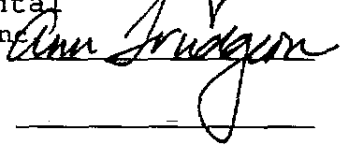
SECTION II

(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

<u>Name of Corporation</u>	<u>Signature</u>	<u>Typed or Printed Name of Individual & Title</u>
National Assn. of Councils on Devel. Disabilities		Patricia Seybold, President
Consortium of Developmental Disabilities Councils, Inc.		Ann Trudgeon, 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
National Association of Councils
on Developmental Disabilities

Jurisdiction
Washington, D.C.

The name and jurisdiction of each merging corporation:

Name
Consortium of Developmental
Disabilities Councils, Inc.

Jurisdiction
Florida

The terms and conditions of the merger are as follows:

All assets of the Consortium of Developmental Disabilities Councils (CDDC) will be transferred to the National Association of Councils on Development Disabilities (NACDD) at close of CDDC organizational business/completion of merger process. All known liabilities of CDDC will be discharged and any remaining, unknown liabilities will be transferred to NACDD. All voting members of CDDC will become voting members of NACDD upon the payment of dues to NACDD. The Board of CDDC will be abolished.

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

CDDC will cease operations on September 30, 2003, and will file appropriate forms with the Florida Department of State to close operations and cease to exist as an incorporated entity in the State of Florida. NACDD is an incorporated non-profit in Washington, D.C.

Other provisions relating to the merger are as follows:

not applicable.