

N9800002313

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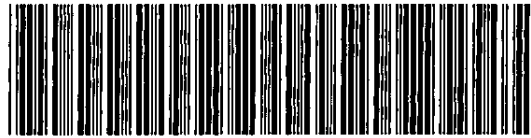
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ATTORNEYS AT LAW

756 BEACHLAND BOULEVARD
VERO BEACH, FLORIDA 32963

BRUCE D. BARKETT
CALVIN B. BROWN
WILLIAM W. CALDWELL
GEORGE G. COLLINS, JR.*
MICHAEL J. GARAVAGLIA
AARON V. JOHNSON
RONALD KEITH LAWN***
LISA N. THOMPSON**
C. DOUGLAS VITUNAC
BRUCE R. ABERNETHY, JR., OF COUNSEL***
STEVEN L. HENDERSON, OF COUNSEL*

PLEASE REPLY TO:
POST OFFICE BOX 64-3686
VERO BEACH, FLORIDA 32964-3686

772-231-4343

TELEFAX: 772-234-5213

INTERNET: CBC@VEROLAW.COM

April 19, 2007

*BOARD CERTIFIED IN REAL ESTATE

**MASTER OF LAWS IN TAXATION

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*BOARD CERTIFIED IN WILLS, TRUSTS, AND ESTATES

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Department of State
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

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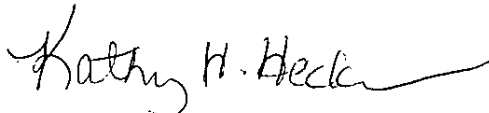
RE: Articles of Merger - Lakeside Fellowship Baptist Church, Inc.

Dear Sir/Madam:

Enclosed please find this firm's check in the amount of \$78.75 for the filing fee for the Enclosed Articles of Merger and for the return of a certified copy.

Thank you for your cooperation. Please call me if you have any questions.

Very truly yours,



Kathy H. Heckman
Paralegal to Calvin B. Brown

enclosures

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ARTICLES OF MERGER
(Not for Profit Corporation)

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>
Lakeside Fellowship Baptist Church, Inc.	Florida	N98000002313

Second: The name and jurisdiction of the merging corporation:

<u>Name</u>	<u>Jurisdiction</u>	<u>Document Number</u>
First Baptist Church of Winter Beach, Inc	Florida	N39046

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.

Fifth: ADOPTION OF MERGER BY SURVIVING CORPORATION

The members are not entitled to vote on the Plan of Merger. The Plan of Merger was adopted by the Board of Directors/Trustees on February 15, 2007. The number of Directors/Trustees in office was five (5). The vote for the Plan was as follows:

5 FOR 0 AGAINST

Sixth: ADOPTION OF MERGER BY MERGING CORPORATION

The members are not entitled to vote on the Plan of Merger. The Plan of Merger was adopted by the Board of Directors/Elders on February 11, 2007. The number of Directors/Elders in office was three (3). The vote for the Plan was as follows:

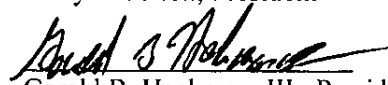
3 FOR 0 AGAINST

Seventh: SIGNATURES FOR EACH CORPORATION

Lakeside Fellowship Baptist Church, Inc.


Terry Alderton, President

First Baptist Church of Winter Beach, Inc.


Gerald B. Heckman, III, President

PLAN OF MERGER OF LAKESIDE FELLOWSHIP BAPTIST CHURCH, INC.
AND FIRST BAPTIST CHURCH OF WINTER BEACH, INC.

The following Plan of Merger is submitted in compliance with Florida Statute 617.1101 and in accordance with the laws of the State of Florida.

The name of the surviving corporation shall be Lakeside Fellowship Baptist Church, Inc. (hereinafter referred to as "Lakeside") organized and existing under the laws of the State of Florida, Charter No. N98000002313.

The name and jurisdiction of the merging corporation is First Baptist Church of Winter Beach, Inc. (hereinafter referred to as "First Baptist") organized and existing under the laws of the State of Florida, Charter No. N39046.

The terms and conditions of the merger are as follows:

1. First Baptist will merge with Lakeside and with all of the assets and liabilities of First Baptist becoming the property of the surviving corporation, Lakeside.
2. The assets of First Baptist which shall become the property of the surviving corporation are as follows:

SEE ATTACHED EXHIBIT "A".

3. There are no debts to be assumed by the surviving corporation other than the monthly operating expenses of the merging corporation.
4. Upon completion of the merger, the corporation will be governed by Trustees in accordance with the Articles of Incorporation of the surviving corporation.
5. The existing Elders, to-wit: Gerald B. Heckman, III and Eugene Cuellar shall become Trustees of the surviving corporation.
6. There are no other provisions relating to the merger.

LAKESIDE FELLOWSHIP BAPTIST
CHURCH, INC.

BY: 
Terry Alderton, President

FIRST BAPTIST CHURCH OF
WINTER BEACH, INC.

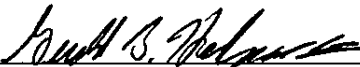
BY: 
Gerald B. Heckman, III, President

EXHIBIT "A"
LIST OF ASSETS

<u>Quantity</u>	<u>Item</u>
6	20" television sets
3	X-Box
4	Play Station II
4	Dell computers
1	Dance-Dance Revolution Set
2	27" television sets
150	folding chairs
10	8 ft. tables
5	6 ft. tables
1	Foosball table
2	industrial vacuums
1	gas grill
1	copier
1	refrigerator
1	upright freezer
1	cash register
1	microwave
1	range
4	file cabinets
3	portable DVD players
various	24-7 recreation equipment
various	tools
1	office desk and chair
1	laser printer
2	wing back chairs
1	digital camera
3	children's tables
24	children's chairs
various	art supplies
1	DVD/VHS player
1	baby crib
1	changing table
1	rocking chair
8	fire extinguishers
various	children's ministry puppets and supplies
1	19" TV/VHS player
1	15 passenger bus
200	auditorium chairs
5	CD players
1	drum kit

12	8 par cans (lights)
8	specialty lights
2	main speakers
2	sub speakers
2	ladders
4	AKG mics
1	bass guitar
1	wireless handheld mic
3	stage monitors
1	spot light
1	light board
1	24 channel mixer
5	amps

Sound Booth Items:

1	equalizer
1	CD player
1	DVD player
2	wireless headsets
6	hand held radios
1	E-machine and computer
4	17" monitors
3	office chairs
5	banners
17	stools
2	10 ft. trusses
2	park benches
2	Televisions w/DVD players
1	couch
8	channel mixer
various	mic cables/stands
10	trash cans
2	outdoor speakers
3	bathroom mirrors
1	popcorn machine
various	24-7 merchandise
8	clocks
1	water cooler
1	tractor
1	bush hog
1	pressure washer
2	reel mowers