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DIVISION OF CORPORATIONS
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Merger
@ 9/19/11

COVER LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: Klein Automotive, 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:

Alex Kurkin, Esq.

Contact Person

Kurkin Forehand Brandes LLP

Firm/Company

18851 NE 29th Avenue, Suite 303

Address

Aventura, FL 33180

City/State and Zip Code

akurkin@kfb-law.com

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Alex Kurkin, Esq.

Name of Contact Person

At (305) 929-8500

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

(Profit Corporations)

The following articles of merger are submitted in accordance with the Florida Business Corporation Act, pursuant to section 607.1105, Florida Statutes.

First: The name and jurisdiction of the **surviving** corporation:

<u>Name</u>	<u>Jurisdiction</u>	<u>Document Number</u> (If known/ applicable)
<u>Klein Automotive, Inc.</u>	<u>Florida</u>	<u>P00000041991</u>

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

<u>Name</u>	<u>Jurisdiction</u>	<u>Document Number</u> (If known/ applicable)
<u>SC Enterprises Corp.</u>	<u>Florida</u>	

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.)

Fifth: Adoption of Merger by **surviving** corporation - (COMPLETE ONLY ONE STATEMENT)

The Plan of Merger was adopted by the shareholders of the surviving corporation on _____.

The Plan of Merger was adopted by the board of directors of the surviving corporation on
August 1, 2011 and shareholder approval was not required.

Sixth: Adoption of Merger by **merging** corporation(s) (COMPLETE ONLY ONE STATEMENT)

The Plan of Merger was adopted by the shareholders of the merging corporation(s) on _____.

The Plan of Merger was adopted by the board of directors of the merging corporation(s) on
August 1, 2011 and shareholder approval was not required.

(Attach additional sheets if necessary)

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DIVISION OF CORPORATIONS
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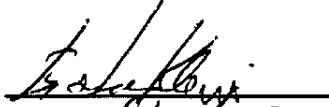
Seventh: SIGNATURES FOR EACH CORPORATION

Name of Corporation

Signature of an Officer or
Director

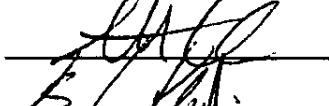
Typed or Printed Name of Individual & Title

SC Enterprises Corp.



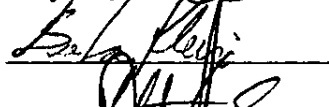
Eva Klein, Director

SC Enterprises Corp.



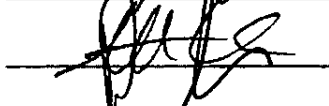
Alex J. Kurkin, Esq., Director

Klein Automotive, Inc.



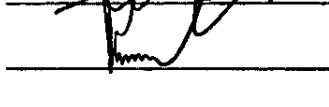
Eva Klein, President

Klein Automotive, Inc.



Alex J. Kurkin, Esq., Director

Klein Automotive, Inc.



Raphael Klein, Secretary

PLAN OF MERGER

(Non Subsidiaries)

The following plan of merger is submitted in compliance with section 607.1101, Florida Statutes, and in accordance with the laws of any other applicable jurisdiction of incorporation.

First: The name and jurisdiction of the surviving corporation:

Name

Jurisdiction

Klein Automotive, Inc.

Florida

Second: The name and jurisdiction of each merging corporation:

Name

Jurisdiction

SC Enterprises Corp.

Florida

Third: The terms and conditions of the merger are as follows:

Any and all lawful business purposes.

Fourth: The manner and basis of converting the shares of each corporation into shares, obligations, or other securities of the surviving corporation or any other corporation or, in whole or in part, into cash or other property and the manner and basis of converting rights to acquire shares of each corporation into rights to acquire shares, obligations, or other securities of the surviving or any other corporation or, in whole or in part, into cash or other property are as follows:

Shares shall be taken over by surviving corporation.
(Attach additional sheets if necessary)

THE FOLLOWING MAY BE SET FORTH IF APPLICABLE:

Amendments to the articles of incorporation of the surviving corporation are indicated below or attached:

Principal address and Registered Agent address:

c/o Kurkin Forehand Brandes LLP
18851 NE 29th Avenue, Suite 303
Aventura, FL 33180

OR

Restated articles are attached:

Other provisions relating to the merger are as follows: