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Email Address: david@alluvionstaffing.com

**MERGER OR SHARE EXCHANGE**  
**Alluvion Staffing, Inc.**

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FLORIDA

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**ARTICLES OF MERGER  
OF  
REICHARD STAFFING, INC.  
WITH AND INTO  
ALLUVION STAFFING, INC.**

STATE OF FLORIDA  
TALLAHASSEE, FLORIDA

Alluvion Staffing, Inc., a Florida corporation (the "Surviving Company"), pursuant to Section 607.1105 of the Florida Business Corporation Act (the "Act"), hereby delivers these Articles of Merger (these "Articles") to the Florida Department of State for filing. For purposes of complying with the applicable provisions of the Act with respect to the merger of Reichard Staffing, Inc., a Florida corporation (the "Disappearing Company"), with and into the Surviving Company (the "Merger"), the Surviving Company and the Disappearing Company have caused their respective duly authorized officers to execute and deliver these Articles, and to acknowledge, certify and state under penalty of perjury, the following:

**ARTICLE I**

**NAMES, PRINCIPAL ADDRESSES AND JURISDICTIONS  
OF THE CONSTITUENT CORPORATIONS**

The name, principal address and jurisdiction of each of the constituent corporations involved in the Merger is as follows:

<u>Name and Principal Address</u>	<u>Jurisdiction</u>	<u>Type of Entity</u>	<u>Document Number</u>
<i>Surviving Company:</i>			
Alluvion Staffing, Inc. 4190 Belfort Road, Suite 420 Jacksonville, Florida 32216	Florida	Corporation	P00000067360
<i>Disappearing Company:</i>			
Reichard Staffing, Inc. 6622 Southpoint Drive South, Suite 190 Jacksonville, Florida 32216	Florida	Corporation	P01000098723

**ARTICLE II**

**PLAN OF MERGER**

The Surviving Company is the surviving corporation in the Merger. Each of the Disappearing Company and the Surviving Company adopted, approved, authorized, confirmed, consented to and ratified that certain Plan of Merger, dated as of June 30, 2015, a copy of which is attached hereto as Exhibit A (the "Plan of Merger"), in accordance with the applicable provisions of the Act.

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### **ARTICLE III**

#### **EFFECTIVE DATE AND TIME**

The Merger will be effective as of 12:00 a.m. on July 1, 2015.

### **ARTICLE IV**

#### **APPROVALS**

##### **4.1 Disappearing Company.**

Pursuant to Section 607.1103 of the Act, the Disappearing Company's sole director and sole shareholder adopted, approved, authorized, confirmed, consented to and ratified the Merger, the Plan of Merger and these Articles by Joint Written Consent of the Sole Director and Shareholder in Lieu of a Special Meeting dated June 30, 2015. Pursuant to Section 607.1103(7) of the Act, action by the shareholders of the Surviving Company on the Merger, the Plan of Merger and these Articles was not required.

##### **4.2 Surviving Company.**

Pursuant to Section 607.1103 of the Act, the Surviving Company's sole director and sole shareholder adopted, approved, authorized, confirmed, consented to and ratified the Merger, the Plan of Merger and these Articles by Joint Written Consent of the Sole Director and Shareholder in Lieu of a Special Meeting dated June 30, 2015.

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The constituent corporations have caused these Articles to be executed and delivered by their respective duly authorized officers.

**SURVIVING COMPANY:**

ALLUVION STAFFING, INC.

By:   
David Reichard, President

**DISAPPEARING COMPANY:**

REICHARD STAFFING, INC.

By:   
Sean Reichard, President

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P. 05/07

((H15000160998 3)))

**EXHIBIT A**

Plan of Merger

See attached.

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## PLAN OF MERGER

DATED AS OF JUNE 30, 2015

### 1.1 The Merger.

Reichard Staffing, Inc., a Florida corporation (the "Disappearing Company") will be merged with and into Alluvion Staffing, Inc., a Florida corporation (the "Surviving Company") at the Effective Time (as defined in Section 1.2) (the "Merger"). As a result of the Merger, the separate existence of the Disappearing Company will cease and the Surviving Company will continue as the surviving corporation of the Merger. The Surviving Company's name will remain unchanged by the Merger.

### 1.2 Effective Time of the Merger.

The Merger will be effective as of 12:00 a.m. on July 1, 2015 (the "Effective Time").

### 1.3 Effect of the Merger.

Except as expressly provided elsewhere in this Plan of Merger, the Disappearing Company and the Surviving Company will be affected by the Merger in the manner provided by the Florida Business Corporation Act (the "Act").

### 1.4 Articles of Incorporation of the Surviving Company.

(a) Articles of Incorporation. The Surviving Company's articles of incorporation, as in effect immediately prior to the Effective Time, will remain the Surviving Company's articles of incorporation from and after the Effective Time, until they are amended and/or restated pursuant to the Act.

(b) Bylaws. The Surviving Company's bylaws, as in effect immediately prior to the Effective Time, will remain the Surviving Company's bylaws from and after the Effective Time until they are altered, amended, modified, restated and/or supplemented pursuant to the Act, the Surviving Company's articles of incorporation and/or the Surviving Company's bylaws, as applicable.

### 1.5 Directors and Officers of the Surviving Company.

(a) Directors. The Surviving Company's directors in office immediately prior to the Effective Time will remain the Surviving Company's directors from and after the Effective Time until such directors' successors are duly elected or appointed and qualified pursuant to the Act, the Surviving Company's articles of incorporation, the Surviving Company's bylaws and/or any shareholders' agreement applicable to the Surviving Company.

(b) Officers. The Surviving Company's officers in office immediately prior to the Effective Time will remain the Surviving Company's officers from and after the Effective Time until such officers' respective successors are duly elected or appointed and qualified pursuant to the Act, the Surviving Company's articles of incorporation, the Surviving Company's bylaws and/or any shareholders' agreement applicable to the Surviving Company.

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**1.6 Disappearing Company's Shares.**

At the Effective Time, by virtue of the Merger and without any further action on the part of the Disappearing Company or the Surviving Company, all of the Disappearing Company's issued and outstanding shares automatically will be converted into shares of the Surviving Company such that each share in the Disappearing Company will be converted into 3.3134 shares of common stock of the Surviving Company.

**1.7 The Surviving Company's Shares.**

At the Effective Time, by virtue of the Merger and without any further action on the part of the Disappearing Company or the Surviving Company, the Surviving Company's shares of stock will not be affected or changed by the Merger.

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