

P000000084297

(Requestor's Name)

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☐ PICK-UP

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(Business Entity Name)

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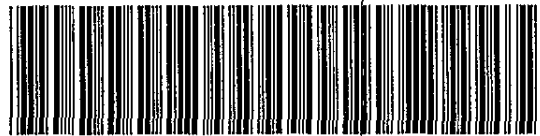
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Gave OK to
correct name of
Bogani + Associates,
Inc.

SJ



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12/06/04--01058-010 **113.75

EFFECTIVE DATE
12/21/04

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

04 DEC -6 AM 11:42

FILED

12/10/04
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SJ

TRANSMITTAL LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: BOGANI INSURANCE SERVICES, INC.
(Name of surviving corporation)

The enclosed merger and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

RICHARD J. BOGANI
(Name of person)

BOGANI INSURANCE SERVICES, INC.
(Name of firm/company)

3828 JOG ROAD
(Address)

GREENACRES, FL 33467
(City/state and zip code)

For further information concerning this matter, please call:

VEGA D. GIRODO, CPA at (561) 968-5455
(Name of person) (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
(Profit Corporations)

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

FILED
04 DEC -6 AM 11:42
TALLAHASSEE, FLORIDA

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

EFFECTIVE DATE
12/31/04

<u>Name</u>	<u>Jurisdiction</u>	<u>Document Number</u> (If known/ applicable)
BOGANI INSURANCE SERVICES, INC.	FLORIDA	P00000084297

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

<u>Name</u>	<u>Jurisdiction</u>	<u>Document Number</u> (If known/ applicable)
BOGANI + ASSOCIATES, INC.	FLORIDA	V27931
NETWORK INSURANCE AGENCY, INC.	FLORIDA	P9200001362

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 12 / 31 / 04 (Enter a specific date. NOTE: An effective date cannot be prior to the date of filing or more than 90 days in the future.)

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 11/30/04.

The Plan of Merger was adopted by the board of directors of the surviving corporation on _____ 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 11/30/04.

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

(Attach additional sheets if necessary)

Seventh: SIGNATURES FOR EACH CORPORATION

Name of Corporation

Signature

Typed or Printed Name of Individual & Title

BOGANI INSURANCE

July 10, 1965

Richard BIGNANI, PRES.

SERVICES, INC.

RICHARD J. BOGANI, STOCKHOLDER

BOGANI + ASSOCIATES,

Phil Chan, PRC

Richard BORGANI, PRES.

INC.

RICHARD J. BOGANI, STOCKHOLDER

NETWORK INSURANCE

Paul B. Bore, Pres.

Richard Begani, MRS.

AGENCY, INC.

RICHARD J. BOGANI, STOCKHOLDER

ARTICLES OF MERGER

OF

BOGANI + ASSOCIATES, INC.
(A Florida Corporation)

NETWORK INSURANCE AGENCY, INC.
(A Florida Corporation)

AND

BOGANI INSURANCE SERVICES, INC.
(A Florida Corporation)

Pursuant to the provision of Section 607.1105, Florida Statutes, these Articles of Merger provide that:

1. Bogani + Associates, Inc. and Network Insurance Agency, Inc. shall be merged with and into Bogani Insurance Services, Inc., a Florida Corporation, which shall be the surviving corporation.
2. The merger shall become effective as of 11:59 p.m. on December 31, 2004.
3. A Bogani + Associates, Inc., Network Insurance Agency, Inc. agreed to merge into Bogani Insurance Services, Inc. and was unanimously adopted by the shareholders of Bogani Associates, Network Insurance Agency, Inc. and Bogani Insurance Services, Inc. on November 30, 2004.

In witness whereof, these Articles of Merger have been executed on behalf of the undersigned corporations by their authorized shareholders as of November 30, 2004.

Bogani + Associates, Inc.

By: [Signature]
Richard J. Bogani, Shareholder

By: [Signature]
Steven M. Dyer, Shareholder

Network Insurance Agency, Inc.

By: [Signature]
Richard J. Bogani, Shareholder

By: [Signature]
Steven M. Dyer, Shareholder

Bogani Insurance Services, Inc.

By: [Signature] as pres.
Richard J. Bogani, Shareholder

By: [Signature]
Steven M. Dyer, Shareholder

Acknowledgement

Subscribed and sworn to before me the 30th day of November, 2004, Richard J. Bogani, as shareholder in Bogani & Associates, Inc., Network Insurance Agency, Inc. and Bogani Insurance Services, Inc.

[Signature]
Signature Notary Public State of Florida



Mary Andre Taylor
(Print, Type or Stamp Commission Name of Notary Public)

☒ Personally known to me, or

☐ Produced identification: _____
(Type of identification)

Acknowledgement

Subscribed and sworn to before me the 30th day of November, 2004, Steven M. Dyer, as shareholder in Bogani & Associates, Inc., Network Insurance Agency, Inc. and Bogani Insurance Services, Inc.

[Signature]
Signature Notary Public State of Florida



Mary Andre Taylor
(Print, Type or Stamp Commission Name of Notary Public)

☒ Personally known to me, or

☐ Produced identification: _____
(Type of identification)

PLAN OF MERGER

(Non Subsidiaries)

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

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

<u>Name</u>	<u>Jurisdiction</u>
BOGANI INSURANCE SERVICES, INC.	FLORIDA

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

<u>Name</u>	<u>Jurisdiction</u>
BOGANI +ASSOCIATES, INC.	FLORIDA
NETWORK INSURANCE AGENCY, INC.	FLORIDA

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

Bogani & Associates, Inc. and Network Insurance Agency, Inc. shall merge with and into Bogani Insurance Services, Inc., which will be the surviving corporation under the laws of Florida. Bogani & Associates, Inc. and Network Insurance Agency, Inc. shall cease effective December 31, 2004 at 11:59 pm. The surviving corporation shall retain and possess the interest in all assets of the Constituent Corporations. All obligations belonging to each of the Constituent Corporations shall be vested in the surviving corporation.

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:

SEE ATTACHED SHEET

(Attach additional sheets if necessary)

PLAN OF MERGER
(Non Subdiaries)
Additional Statement

Fourth: (Continued)

- a) Each issued and outstanding share of capital stock of Bogani + Associates, Inc. shall be cancelled without payment of any consideration.
- b) Each issued and outstanding share of capital stock of Network Insurance Agency, Inc. shall be cancelled without payment of any consideration.
- c) Each issued and outstanding share of capital stock of Bogani Insurance Services, Inc. shall remain issued and outstanding.

THE FOLLOWING MAY BE SET FORTH IF APPLICABLE:

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

SEE ATTACHED STATEMENT

OR

Restated articles are attached:

Other provisions relating to the merger are as follows: