

P01000044497

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MAIL

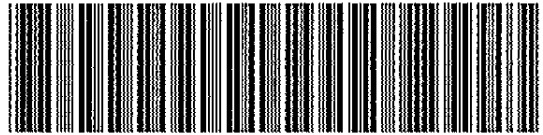
(Business Entity Name)

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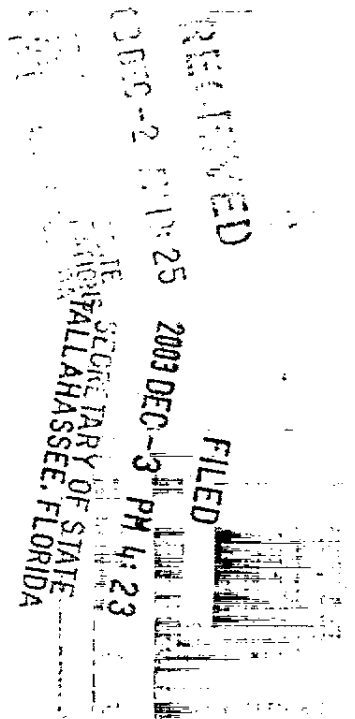
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G. Ocullette DEC 02 2003

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

LanYKO Corp

Signature

Requested by:

Name

Date

Time

Walk-In

Will Pick Up

Art of Inc. File

LTD Partnership File

Foreign Corp. File

L.C. File

Fictitious Name File

Trade/Service Mark

✓ Merger File

Art. of Amend. File

RA Resignation

Dissolution / Withdrawal

Annual Report / Reinstatement

✓ Cert. Copy

Photo Copy

Certificate of Good Standing

Certificate of Status

Certificate of Fictitious Name

Corp Record Search

Officer Search

Fictitious Search

Fictitious Owner Search

Vehicle Search

Driving Record

UCC 1 or 3 File

UCC 11 Search

UCC 11 Retrieval

Courier



FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

December 2, 2003

CAPITAL CONNECTION, INC.

TALLAHASSEE, FL

SUBJECT: LANYKO CORP.
Ref. Number: P01000044497

RECEIVED
03 DEC -4 11:50
STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

We have received your document for LANYKO CORP. and check(s) totaling \$175.00. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The name of the entity must be identical throughout the document.

If you have any questions concerning the filing of your document, please call (850) 245-6903.

Cheryl Coulliette
Document Specialist

Letter Number: 403A00064636

RE-SUBMIT
PLEASE OBTAIN THE ORIGINAL
FILE DATE

ARTICLES OF MERGER
OF
LICONTI CORPORATION
INTO
LANYKO CORPORATION

Pursuant to the provisions of Chapter 607 of the Florida Statutes, the undersigned authorized officer of LICONTI CORPORATION, a Florida corporation, and LANYKO CORPORATION, a Florida corporation, (the latter corporation hereinafter sometimes referred to as the "Surviving Corporation") adopts these Articles of Merger and sets forth the following:

1. The names of the corporations which are parties to the merger, and the name of the Surviving Corporation, are as follows:

Parties to the Merger

LICONTI CORPORATION
LANYKO CORPORATION

Surviving Corporation

LANYKO CORPORATION

FILED
2003 DEC -3 PM 4:23
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

2. A copy of the Plan of Merger among LICONTI CORPORATION and LANYKO CORPORATION is attached hereto and made a part hereof.

3. The effective dates of adoption by the shareholders of the Plan of Merger were:

LICONTI CORPORATION	December 1, 2003
LANYKO CORPORATION	December 1, 2003

4. The manner in which any exchange, classification, or cancellation of issued shares shall be effected shall be as follows:

The Shareholders of LICONTI CORPORATION shall contribute all of their shares of outstanding common stock to the Successor Corporation in exchange for shares of LANYKO CORPORATION stock. The shares of LICONTI CORPORATION shall be exchanged for a share of LANYKO CORPORATION on a one share for one share basis.

5. All of the Shareholders and Directors of both corporations have approved the merger.

6. Pursuant to Chapter 607 of Florida Statutes, this Merger shall become effective upon the filing of these Articles of Merger with the State of Florida Department of State.

LICONTI CORPORATION

By: _____

Jorge Tchinnosian, Director

LANYKO CORPORATION

By: _____

Jorge Tchinnosian, Director

STATE OF FLORIDA)
) ss:
COUNTY OF MIAMI-DADE)

On this 3rd day of December, 2003 before me personally appeared Jorge Tchinnosian, Director, LICONTI CORPORATION, a Florida corporation, to me known to be individual described in and who executed the foregoing, and acknowledged before me that he executed the same for the purposes therein expressed.

IN WITNESS WHEREOF, I have hereunto set my hand and seal in the County and State aforesaid.


Notary Public, State of Florida at Large

My commission expires:

Melanie Broussard
Print



Melanie Broussard
MY COMMISSION # DD058108 EXPIRES
October 28, 2005
BONDED THRU TROY PAIN INSURANCE, INC.

STATE OF FLORIDA)
) ss:
COUNTY OF MIAMI-DADE)

On this 3rd day of December, 2003 before me personally appeared Jorge Tchinnosian, Director, LANYKO CORPORATION, a Florida corporation, to me known to be individual described in and who executed the foregoing, and acknowledged before me that he executed the same for the purposes therein expressed.

IN WITNESS WHEREOF, I have hereunto set my hand and seal in the County and State aforesaid.


Notary Public, State of Florida at Large

My commission expires:

Melanie Broussard
Print



Melanie Broussard
MY COMMISSION # DD058108 EXPIRES
October 28, 2005
BONDED THRU TROY PAIN INSURANCE, INC.

PLAN OF MERGER

This Plan of Merger made and entered into this 1st day of December, 2003, by and between LICONTI CORPORATION, a Florida corporation, and LANYKO CORPORATION, a Florida corporation, ("the Successor Corporation").

BACKGROUND

A. LICONTI CORPORATION is a corporation organized in the State of Florida on January 22, 2003. The sole stockholder of the LICONTI CORPORATION is Colorado Holdings Limited, a Bahamian Corporation.

B. LICONTI CORPORATION has determined that it is in its best interest to merge with LANYKO CORPORATION, a Florida corporation.

C. The Successor Corporation was incorporated in Florida on May 3, 2001. Colorado Holdings Limited is the sole stockholder of the Successor Corporation.

THEREFORE, in consideration of the mutual covenants and conditions herein contained, the parties agree as follows:

1. Merger. The parties agree that LICONTI CORPORATION will transfer all of its assets, liabilities and business operations to the Successor Corporation, and the Successor Corporation shall continue the business of the LICONTI CORPORATION

2. Method of Merger. The Shareholders of LICONTI CORPORATION shall contribute all of their shares of outstanding common stock to the Successor Corporation in exchange for shares of LANYKO CORPORATION stock. The shares of LICONTI CORPORATION shall be exchanged for a share of LANYKO CORPORATION on a one share for one share basis.

IN WITNESS WHEREOF, this Plan of Merger has been executed by the appropriate officers of LICONTI CORPORATION and the Successor Corporation on December 1, 2003.

LICONTI CORPORATION

By: 
Jorge Tchinnosian, Director

LANYKO CORPORATION

By: 
Jorge Tchinnosian, Director

Consent Resolution of Sole Shareholder and Sole Director of
LICONTI CORPORATION and LANYKO CORPORATION

On December 1, 2003, the undersigned, being the sole shareholder and director of LICONTI CORPORATION hereby adopts the following resolution approving the Articles of Merger and Plan of Merger between LICONTI CORPORATION and LANYKO CORPORATION with LANYKO CORPORATION as the Surviving Corporation, to wit:

RESOLVED, directors and shareholders of LICONTI CORPORATION have reviewed the attached Articles of Merger and Plan of Merger and hereby approve and ratify same. Jorge Tchinnosian is appointed to execute the Articles of Merger and Plan of Merger on behalf of LICONTI CORPORATION, and its sole shareholder, Colorado Holdings Limited, leaving LANYKO CORPORATION as the Surviving Corporation.

LICONTI CORPORATION

By: 

Jorge Tchinnosian, Director

COLORADO HOLDINGS LIMITED

By: 

Jorge Tchinnosian, Shareholder

Consent Resolution of Sole Shareholder and Sole Director of
LANYKO CORPORATION

On December 1, 2003, the undersigned, being the sole shareholder and director of LANYKO CORPORATION hereby adopts the following resolution approving the Articles of Merger and Plan of Merger between LICONTI CORPORATION and LANYKO CORPORATION with LANYKO CORPORATION as the Surviving Corporation, to wit:

RESOLVED, directors and shareholders of LANYKO CORPORATION have reviewed the attached Articles of Merger and Plan of Merger and hereby approve and ratify same. Jorge Tchinnosian is appointed to execute the Articles of Merger and Plan of Merger on behalf of LANYKO CORPORATION, and its sole shareholder, Colorado Holdings Limited, leaving LANYKO CORPORATION as the Surviving Corporation.

COLORADO HOLDINGS LIMITED

By: 
Jorge Tchinnosian, Shareholder

LANYKO CORPORATION

By: 
Jorge Tchinnosian, Director