

PD1000044941

(Requestor's Name)

VANIK & BUTSCHER, LLP

ATTORNEYS AT LAW

BURGESS BUILDING

1406 WEST 6TH STREET - THIRD FLOOR

CLEVELAND, OHIO 44113-1300

(City/State/Zip/Phone #)

☐

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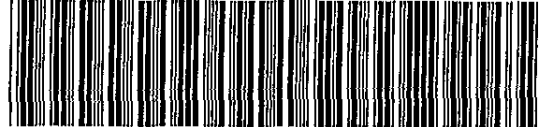
(Business Entity Name)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

EFFECTIVE DATE
9/30/03

10/1/03
merger
zg

VANIK & BUTSCHER, LLP
ATTORNEYS AT LAW
BURGESS BUILDING
1406 WEST 6TH STREET - THIRD FLOOR
CLEVELAND, OHIO 44113-1300

THOMAS C. VANIK
ALISA C. BUTSCHER

TEL: (216) 928-7540
FAX: (216) 928-7548

September 18, 2003

Secretary of State of Florida
Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

RE: MV2, Inc.

Dear Madam or Sir:

I enclose for filing with your office a Transmittal Letter, Articles of Merger and Plan of Merger concerning the surviving entity MV2, Inc., a corporation of the State of Florida. We understand the statutory filing fee is \$70.00, plus a fee of \$8.75 for the return of a certified copy of this filing. Therefore, our check in the amount of \$78.75 is also enclosed for this filing.

Please contact me, collect if necessary, if this filing is defective in any way.

Very truly yours,



Thomas C. Vanik

TCV/grm

Enclosures

TRANSMITTAL LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: MV2, INC.
(Name of surviving corporation)

The enclosed merger and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

THOMAS C. VANIK, ESQ.

(Name of person)

VANIK & BUTSCHER, LLP

(Name of firm/company)

1406 WEST 6th STREET - THIRD FLOOR

(Address)

CLEVELAND, OH 44113-1300

(City/state and zip code)

For further information concerning this matter, please call:

THOMAS C. VANIK, ESQ.

(Name of person)

at (216) 928-7540

(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)

EFFECTIVE DATE
9/30/03

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

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

<u>Name</u>	<u>Jurisdiction</u>	<u>Document Number</u> (If known/ applicable)
<u>MV 2, INC.</u>	<u>FLORIDA</u>	<u>P01000044941</u>

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

<u>Name</u>	<u>Jurisdiction</u>	<u>Document Number</u> (If known/ applicable)
<u>MV 1, INC.</u>	<u>OHIO</u>	<u>F00000001637</u>
<u> </u>	<u> </u>	<u> </u>
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TALLAHASSEE, FLORIDA

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 09 / 30 / 03 (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 08/01/03

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 08/01/03

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

MVI, INC.

Theresa Alexander Spaulding

Therese Alexander-Smyntek, President

MV1, INC.

Ben J Smith

Lawrence P. Smyntek, Jr., Secretary

MV2, INC.

Henry Alexander Smith

Therese Alexander-Smyntek, President

MV2, INC.

Samuel P. Little

Lawrence P. Smyntek, Jr., Secretary

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:

Name

Jurisdiction

MV 2, INC.

Florida

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

Name

Jurisdiction

MV 1 INC.

Ohio

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

On the effective date of this merger, MV1, Inc., shall merge into MV2, Inc.
MV2, Inc., shall be the surviving corporation and MV1, Inc., shall cease to exist.

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: Each share of MV2, Inc., that is outstanding on the effective date of this merger shall remain outstanding.

Each share of MV1, Inc., that is outstanding on the effective date of this merger shall be cancelled.

(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 as an exhibit:

OR

Restated articles are attached:

Other provisions relating to the merger are as follows: