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CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. _____ (Corporation Name) _____ (Document #) 500005114955--2
-03/19/02-01013--004
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NEW FILINGS

- ☐ Profit
☐ Not for Profit
☐ Limited Liability
☐ Domestication
☐ Other

AMENDMENTS

- ☐ Amendment
☐ Resignation of R.A., Officer/Director
☐ Change of Registered Agent
☐ Dissolution/Withdrawal
☒ Merger

OTHER FILINGS

- ☐ Annual Report
☐ Fictitious Name

REGISTRATION/QUALIFICATION

- ☐ Foreign
☐ Limited Partnership
☐ Reinstatement
☐ Trademark
☐ Other

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02 MAR 19 AM 9:33

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Examiner's Initials

ARTICLES OF MERGER
Merger Sheet

MERGING: -----

BROOKS INSURANCE, INC., a Florida entity, p01000086884

INTO

CITIZEN INSURANCE OF FLAGLER, INC., a Florida entity, P01000086888.

File date: March 19, 2002

Corporate Specialist: Teresa Brown

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.

First: The name and jurisdiction of the surviving corporation:

Name

Jurisdiction

Citizen Insurance of Flagler, Inc. Florida

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TALLAHASSEE, FLORIDA

Second: The name and jurisdiction of each merging corporation:

Name

Jurisdiction

Brooks Insurance, Inc. 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 3/15/02 (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 3-15-02

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)


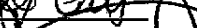


The Plan of Merger was adopted by the shareholders of the merging corporation(s) on 3-15-02

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)

*PLEASE NOTE: FEIN is 65-1132833

Typed or Printed Name of Individual & Title

Citizen Insurance of Flagler, Inc.		Alex Anthony, President
Citizen Insurance of Flagler Inc		Albert Fernandez, Vice President
Brooks Insurance		Alex Anthony, President
Brooks Insurance		Albert Fernandez, Vice President

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

Citizen Insurance of Flagler, Inc. Florida

Second: The name and jurisdiction of each merging corporation:

Name

Jurisdiction

Brooks Insurance, Inc. Florida

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

Both corporations are merging and each former Corporation will represent 50% of the shares of the combined 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:

Each corporation had 100 shares. Both corporations will have a combined total of 200 shares

(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:

n/a

OR

Restated articles are attached:

Other provisions relating to the merger are as follows: