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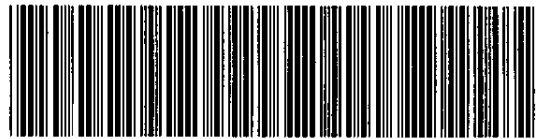
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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
09 FEB 20 PM 12:11

merger/cc  
@ 2/24/09

**COVER LETTER**

**TO:** Amendment Section  
Division of Corporations

**SUBJECT:** Mo-Spicer, Inc.  
(Name of Surviving Corporation)

The enclosed Articles of Merger and fee are submitted for filing.

Please return all correspondence concerning this matter to following:

Marc O'Ferrall  
(Contact Person)

Mo-Spicer, Inc.  
(Firm/Company)

6804 NW 116 Avenue  
(Address)

Parkland, FL 33076  
(City/State and Zip Code)

For further information concerning this matter, please call:

Marc O'Ferrall At ( 954 ) 753-7237  
(Name of Contact Person) (Area Code & Daytime Telephone Number)

☒ Certified copy (optional) \$8.75 (Please send an additional copy of your document if a certified copy is requested)

**STREET ADDRESS:**  
Amendment Section  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, Florida 32301

**MAILING ADDRESS:**  
Amendment Section  
Division of Corporations  
P.O. Box 6327  
Tallahassee, Florida 32314

## **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, Florida Statutes.

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

<u>Name</u>	<u>Jurisdiction</u>	<u>Document Number</u> (If known/ applicable)
Mo-Spicer, Inc.	Florida	P01000118054

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

<u>Name</u>	<u>Jurisdiction</u>	<u>Document Number</u> (If known/ applicable)
McMao, Inc.	Florida	P06000059678
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____

**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** 1 / 31 / 09 (Enter a specific date. NOTE: An effective date cannot be prior to the date of filing or more than 90 days after merger file date.)

**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 1/19/2009.

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 1/19/2009.

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)*

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Seventh: **SIGNATURES FOR EACH CORPORATION**

Name of Corporation

Signature of an Officer or  
Director

Typed or Printed Name of Individual & Title

Mo-Spicer, Inc.

MA. O'Ferrall

Mark A. O'Ferrall

McMao, Inc.

MA O'Ferrall

Mark A. O'Ferrall

## **PLAN OF MERGER**

**(Non Subsidiaries)**

The following plan of merger is submitted in compliance with section 607.1101, Florida Statutes, 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>
Mo-Spicer, Inc.	Florida

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

<u>Name</u>	<u>Jurisdiction</u>
McMao, Inc.	Florida

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

McMao, Inc. shall be merged into Mo-Spicer, Inc. and the corporate existence of McMao, Inc. shall cease and the corporate existence of Mo-Spicer, Inc. shall continue under the name Mo-Spicer, Inc. and Mo-Spicer, Inc. shall become the owner, without other transfer, of all the rights and property of the constituent corporations, and Mo-Spicer, Inc. shall become subject to all the debts and liabilities of the constituent corporations in the same manner as if Mo-Spicer, Inc. had itself incurred them.

**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)*

**Fourth:**

Marc O'Ferrall is the sole shareholder of both Mo-Spicer, Inc. and McMao, Inc. The purpose of this transfer is to merge the corporations for ease of management and administration. Mr. O'Ferrall will not receive any additional shares of McMao, Inc. stock pursuant to this plan of merger and will maintain his status as sole shareholder of Mo-Spicer, Inc.

**THE FOLLOWING MAY BE SET FORTH IF APPLICABLE:**

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

n/a

**OR**

Restated articles are attached:

Other provisions relating to the merger are as follows:

n/a