

PD2000005685

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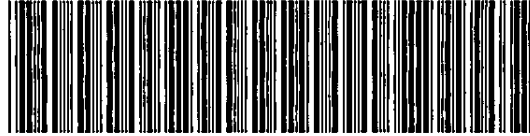
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STATE OF MISSISSIPPI
DIVISION OF REVENUE
15 NOV -9 AM 8:04

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COVER LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: Pay Admin II, 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:

Thomas D. Harrington, Jr., V.P.

Contact Person

Pay Admin II, Inc.

Firm/Company

3829 Coconut Palm Drive

Address

Tampa, Florida 33619

City/State and Zip Code

tharrington@alhr.com

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Thomas D. Harrington, Jr.

Name of Contact Person

At (813) 620-1661

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)
Pay Admin II, Inc.	Florida	P02000005685

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

<u>Name</u>	<u>Jurisdiction</u>	<u>Document Number</u> (If known/ applicable)
A-1 Contract Staffing VI, LLC	Florida	L11000024038
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____

FILED
CLERK OF DISTRICT COURT
15 NOV -9 AM 8:04

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 ____/____/____ (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.)

Note: If the date inserted in this block does not meet the applicable statutory filing requirements, this date will not be listed as the document's effective date on the Department of State's records.

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 _____.

The Plan of Merger was adopted by the board of directors of the surviving corporation on
10/20/15 _____ 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 _____.

The Plan of Merger was adopted by the board of directors of the merging corporation(s) on
10/20/15 _____ and shareholder approval was not required.

(Attach additional sheets if necessary)

Seventh: SIGNATURES FOR EACH CORPORATION

Name of Corporation

Signature of an Officer or Director

Typed or Printed Name of Individual & Title

Pay Admin II, Inc.

~~T.D.Z. J.V.P.~~

Thomas D. Harrington, Jr., V.P.

A-1 Contract Staffing VI, LLC

TRD. 7.1.1 V.P.

Thomas D. Harrington, Jr., V.P.

15 NOV -9 AM 8:04

PLAN OF MERGER
(Non Subsidiaries)

FILED
STATE OF FLORIDA
DIVISION OF CORPORATE FILINGS

15 NOV -9 AM 8:04

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:

Name

Jurisdiction

Pay Admin II, Inc.

Florida

Second: The name and jurisdiction of each merging corporation:

Name

Jurisdiction

A-1 Contract Staffing VI, LLC

Florida

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

A-1 Contract Staffing VI, LLC shall merge all of its assets and liabilities into Pay Admin II, Inc. Title to all property owned by A-1 Contract Staffing VI, LLC shall vest in Pay Admin II, Inc. Pay Admin II, Inc. shall become responsible for all liabilities of A-1 Contract Staffing VI, LLC. Any claim or action against A-1 Contract Staffing VI, LLC shall continue against Pay Admin II, Inc. All creditors of A-1 Contract Staffing VI, LLC shall become creditors of Pay Admin II, Inc.

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:

The shareholders/members of both A-1 Contract Staffing VI, LLC and Pay Admin II, Inc. are identical and have the same percentage of ownership and will not change as a result of this merger.

(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:

None

OR

Restated articles are attached:

Other provisions relating to the merger are as follows:

None