

PDZ000082664

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2016 APR 11 PM 1:42
CLERK OF DISTRICT COURT
TALLAHASSEE, FLORIDA

Herzlich

APR 13 2016

ALBRITTON

COVER LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: Piano Distributors of Florida, 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:

Jan Jepson

Contact Person

Piano Distributors of Florida, Inc.

Firm/Company

P. O. Box 1328

Address

Palmetto FL 34220-1328

City/State and Zip Code

jjepson@pianodistributors.com

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

For further information concerning this matter, please call:

Jan Jepson

Name of Contact Person

At (941) 729-5047

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)
Piano Distributors of Florida, Inc.	Florida	P02000082664

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

<u>Name</u>	<u>Jurisdiction</u>	<u>Document Number</u> (If known/ applicable)
Piano Distributors of Missouri, Inc.	Missouri	00728790
Piano Distributors of Georgia, Inc.	Georgia	10060690

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
April 5, 2016 _____ 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
April 5, 2016 _____ and shareholder approval was not required.

(Attach additional sheets if necessary)

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JULIA A. HARRIS

Seventh: SIGNATURES FOR EACH CORPORATION

Name of Corporation

Signature of an Officer or Director

Typed or Printed Name of Individual & Title

Piano Distributors of Florida, Inc.

[illegible]

Louis F. Harvey, President

Piano Distributors of Georgia, Inc.

X 2002

Louis F. Harvey, President

Piano Distributors of Missouri, I

X 2025

Louis F. Harvey, President

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>
Piano Distributors of Florida, Inc.	Florida

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

<u>Name</u>	<u>Jurisdiction</u>
Piano Distributors of Missouri, Inc.	Missouri
Piano Distributors of Georgia, Inc.	Georgia

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

Piano Distributors of Florida, Inc., the surviving corporation will acquire all of the assets and accept responsibility for all of the liabilities, obligations and claims of Piano Distributors of Missouri, Inc. and Piano Distributors of Georgia. Piano Distributors of Florida will continue the operations of Piano Distributors of Missouri and Piano Distributors of Georgia, Inc.

The shareholders of Piano Distributors of Missouri, Inc. and Piano Distributors of Georgia, Inc. shall be entitled to one share of the merged corporation for each share of the mergee corporation which they hold prior to the merger. The shareholders of the mergee corporations shall not be entitled to any cash distributions with respect to this merger.

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:

(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