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MERGER OR SHARE EXCHANGE
CHICK COREA PRODUCTIONS, INC.

Certificate of Status	0
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Corporate Filing Menu

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STATE OF FLORIDA
ARTICLES OF MERGER
OF
STRETCH RECORDS, INC.,
a California corporation
into
CHICK COREA PRODUCTIONS, INC.,
a Florida corporation

The following articles of merger are submitted in accordance with Sections 607.1101 and 607.1105 of the Florida Business Corporations Act, Florida Statutes.

FIRST: The name and jurisdiction of the surviving corporation is:

<u>Name</u>	<u>Jurisdiction</u>	<u>Document Number</u>
Chick Corea Productions, Inc. (the "Surviving Corporation")	Florida	P03000022909

SECOND: The name and jurisdiction of the merged corporation is:

<u>Name</u>	<u>Jurisdiction</u>	<u>Document Number</u>
Stretch Records, Inc. (the "Merging Corporation")	California	1498831

THIRD: The agreement and plan of merger are attached.

FOURTH: The effective date of the Merger shall be May 14, 2024 (the "Effective Date").

FIFTH: The agreement and plan of merger was adopted by the stockholders and directors of the Surviving Corporation, and executed in accordance with Section 607.1101, Florida Statutes, on May 13, 2024.

SIXTH: The agreement and plan of merger was adopted by the stockholders and directors of the Merging Corporation, and executed in accordance with Section 607.1105, Florida Statutes, on May 13, 2024.

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CLERK OF CIRCUIT COURT
IN AND FOR THE COUNTY OF FLORIDA

Signed this 13th day of May, 2024, and effective as of the Effective Date.

SURVIVING CORPORATION:

CHICK COREA PRODUCTIONS, INC.,
a Florida corporation

By: Jordin Pinkus
Jordin Pinkus, President

MERGING CORPORATION:

STRETCH RECORDS, INC.,
a California corporation

By: Jordin Pinkus
Jordin Pinkus, President

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PLAN OF MERGER

THIS PLAN OF MERGER is made and entered into this 13th day of May 2024, and shall be effective as of May 13, 2024 (the "Effective Date"), by and between the following named corporations:

I - SURVIVING CORPORATION

CHICK COREA PRODUCTIONS, INC. a Florida corporation (the "Surviving Corporation").

Date of incorporation: February 26, 2003

Document Number: P03000022909

II - MERGING CORPORATION

STRETCH RECORDS, INC., a California corporation ("Merging Corporation").

Date of incorporation: July 5, 1991.

Control ID: 1498831

WITNESSETH:

WHEREAS, the Merging Corporation is a corporation duly organized and existing under the laws of the State of California. Its date of incorporation is described above;

WHEREAS, the Surviving Corporation is a corporation duly organized and existing under the laws of the State of Florida. Its date of incorporation is described above;

WHEREAS, the respective Boards of Directors and stockholders of the Surviving Corporation and the Merging Corporation deem it advisable that the corporations merge into a single surviving corporation under the laws of the State of Florida, and that said surviving corporation shall not be a new corporation but shall be the Surviving Corporation, and its corporate existence as a continuing corporation under the laws of the State of Florida shall not be affected in any manner by reason of the merger except as set forth herein (hereinafter called the "Merger");

WHEREAS, the Plan of Merger contained herein was approved by the stockholders of the Merging Corporation as prescribed by the laws of the State of California;

WHEREAS, the Plan of Merger contained herein was approved by the stockholders of the Surviving Corporation as prescribed by the laws of the State of Florida;

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WHEREAS, the parties intend that the Merger shall constitute a transaction of the type described in Sections 368(a)(1)(A) of the Internal Revenue Code of 1986, as amended;

WHEREAS, the entire outstanding capital stock of the Merging Corporation is held as follows:

Name of Corporation	Stockholder	Ownership
STRETCH RECORDS, INC.	The Corea Family Trust, u/a/d January 26, 2021	100%

NOW THEREFORE, in consideration of the premises and the covenants, agreements, provisions, promises and grants herein contained, the parties hereto agree, in accordance with the provisions of Chapters 607 of the Florida Statutes, as amended, that the Merging Corporation and the Surviving Corporation shall be, and they are hereby merged into a single corporation, the Surviving Corporation, one of the parties hereto, and that the terms and conditions of the Merger, and the mode of carrying the same into effect, and the manner and basis of converting or otherwise dealing with the shares of the Merging Corporation and the Surviving Corporation shall be as hereinafter set forth.

ARTICLE I CORPORATE EXISTENCE OF SURVIVING CORPORATION

A. Upon the merger becoming effective, the separate existence of the Merging Corporation shall cease, and the Surviving Corporation shall continue and be governed by the laws of the State of Florida; all property, real, personal and mixed, of every kind, make and description; and all rights, privileges, powers and franchises; whether or not by their terms assignable, and all immunities, of a public and of a private nature, and all debts due the Merging Corporation, on whatever account and other choices in action belonging to them shall be taken and be deemed to be transferred to and vested in the Surviving Corporation, and shall be thereafter as effectively the property of the Surviving Corporation as they were of the Merging Corporation, and the title to any property, real, personal or mixed, wherever situated, and the ownership of any right or privilege vested in the Merging Corporation shall not revert or be lost or be adversely affected or be in any way impaired by reason of the merging, but shall vest in the Surviving Corporation; all rights of creditors and all liens upon the property of any of the Merging Corporation and the Surviving Corporation shall be preserved unimpaired, limited to the property affected by such liens at the time of the merger becoming effective; and all debts, contracts, liabilities, obligations and duties of the Merging Corporation shall thenceforth attach to the Surviving Corporation and may be enforced against it to the same extent as they had been incurred or contracted by it.

B. The identity, existence, purposes, powers, franchises, rights and immunities, whether public or private, of the Surviving Corporation shall continue unaffected and unimpaired by the Merger, except as modified in this Agreement.

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ARTICLE II
ARTICLES OF INCORPORATION OF THE SURVIVING CORPORATION

The name of the Surviving Corporation shall be CHICK COREA PRODUCTIONS, INC. The Articles of Incorporation of the Surviving Corporation shall be and remain the Articles of Incorporation of the Surviving Corporation, until the same shall be altered, amended or repealed.

ARTICLE III
BYLAWS OF SURVIVING CORPORATION

The Bylaws of the Surviving Corporation in effect at the time the Merger becomes effective shall be and remain the Bylaws of the Surviving Corporation until the same shall be altered, amended or repealed.

ARTICLE IV
DIRECTORS AND OFFICERS OF SURVIVING CORPORATION

The Directors of the Surviving Corporation shall be the following, and they shall hold the respective offices until their successors are elected and qualified:

<u>Name</u>	<u>Position</u>
Jordin Pinkus	President
Donna Casselman	Secretary/Treasurer

ARTICLE V
SHARES OF MERGING CORPORATION

The outstanding shares of the Merging Corporation shall be canceled without consideration.

ARTICLE VI
APPROVAL OF MERGER BY DIRECTORS OF
SURVIVING CORPORATION

The Articles of Merger and this Plan of Merger have been approved by the directors of the Surviving Corporation, pursuant to the Florida Statutes, as amended, on May 13, 2024.

ARTICLE VII
APPROVAL OF MERGER BY DIRECTORS OF
MERGING CORPORATION

The Articles of Merger and this Plan of Merger have been approved by the stockholders of the Merging Corporation, pursuant to California Code, on May 13, 2024.

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ARTICLE VIII
EFFECTIVE DATE OF MERGER

This Merger shall become effective as of May 13, 2024, for tax and accounting purposes and shall become effective for purposes of Chapter 607 of the Florida Statutes on May 13, 2024.

IN WITNESS WHEREOF, the following parties have signed this Agreement the day and year first above written.

SURVIVING CORPORATION:

CHICK COREA PRODUCTIONS, INC.,
a Florida corporation

By: Jordin Pinkus
Jordin Pinkus, President

MERGING CORPORATION:

STRETCH RECORDS, INC.,
a California corporation

By: Jordin Pinkus
Jordin Pinkus, President

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