

PO3000042375

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

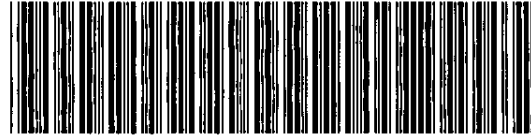
(Business Entity Name)

(Document Number)

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Mriger
MAY 05 2015
R. WHITE

FILED
15 MAY -4 AM 9:25
SOUTH FLORIDA
TALLAHASSEE, FLORIDA

BRUCE R. ABERNETHY, JR., P.A.

ATTORNEY AND COUNSELOR AT LAW

WEALTH STRATEGIES DESIGN, ESTATE PLANNING, AND TRUST/PROBATE ADMINISTRATION
BOARD CERTIFIED WILLS, TRUSTS AND ESTATES SPECIALIST

130 SOUTH INDIAN RIVER DRIVE, SUITE 201
FORT PIERCE, FLORIDA 34950

TELEPHONE (772) 489-4901

FAX (772) 489-4902

April 30, 2015

Amendment Section
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

Re: Engineering Design & Construction, Inc. (P03000042375)

Dear Sir or Madam:

Enclosed for filing you will find Articles of Merger (with Plan of Merger attached as Exhibit "A") together with a check made payable to the Florida Division of Corporations in the amount of \$105 (\$35 for the surviving corporation and \$35 for each of the two "merging corporations").

Please return all correspondence concerning this matter to the following:

Bruce R. Abernethy, Jr.
Bruce R. Abernethy, Jr., P.A.
130 S. Indian River Drive, #201
Fort Pierce, FL 34950


For future annual report notification, please utilize the following contact information:

Roderick J. Kennedy
1934 Tucker Court
Fort Pierce, Florida 34950

Email – rodkenedy@edc-inc.com

If further information or documentation is required, please do not hesitate to contact the undersigned.

Sincerely,



Bruce R. Abernethy, Jr.

BRAjr/pls
Enclosures

ARTICLES OF MERGER

FILED

15 MAY -4 AM 9:25

The following Articles of Merger are submitted in accordance with the Florida Business Corporation Act, pursuant to Section 607.1105, Florida Statutes.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

First: The name and jurisdiction of the surviving corporation:

<u>Name</u>	<u>Jurisdiction</u>	<u>Document Number</u>
Engineering Design & Construction, Inc.	Florida	P03000042375

Second: The name and jurisdiction of each merging corporation:

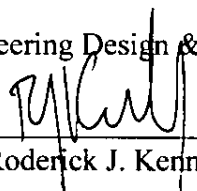
<u>Name</u>	<u>Jurisdiction</u>	<u>Document Number</u>
Geomatics Services, Inc.	Florida	P08000047239
Atlantic Design Group of Florida, Inc.	Florida	P14000035895

Third: The Plan of Merger is attached hereto as **Exhibit "A"**.

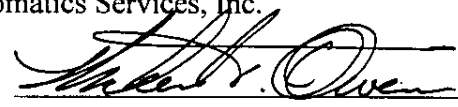
Fourth: The merger shall become effective on the date the Articles of Merger are filed with the Florida Department of State.

Fifth: SIGNATURES FOR EACH CORPORATION

Engineering Design & Construction, Inc.

By: 
Roderick J. Kennedy, President

Geomatics Services, Inc.

By: 
Michael T. Owen, President

Atlantic Design Group of Florida, Inc.

By: 
Bradley J. Currie, President

PLAN OF MERGER

The following Plan of Merger is submitted in compliance with Section 607.1101, Florida Statutes.

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

<u>Name</u>	<u>Jurisdiction</u>
Engineering Design & Construction, Inc.	Florida

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

<u>Name</u>	<u>Jurisdiction</u>
Geomatics Services, Inc.	Florida
Atlantic Design Group of Florida, Inc.	Florida

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

Upon the Effective Date of the Merger (filing of Articles of Merger with the Florida Division of Corporations, the 1,000 shares of voting common stock (representing 100% of the authorized capital stock) of Engineering Design & Construction, Inc. (the "Surviving Corporation") which are presently registered on the name of Roderick J. Kennedy shall be reissued as follows:

SHAREHOLDER	SHARES ISSUED	PERCENTAGE OF TOTAL
a) Roderick J. Kennedy	900	90%
b) Michael T. Owen	50	5%
c) Bradley J. Currie	50	5%

Fourth: The manner and basis of converting the shares of each merging 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:

Upon the Effective Date of the Merger (filing of Articles of Merger with the Florida Division of Corporations):

1. Michael T. Owen (owner of 60 of the issued and outstanding shares of voting common stock (representing 60% of the authorized capital stock)) of Geomatics Services, Inc. represented by Certificate #1 and Tiffany L. Owen (owner of 40 of the issued and outstanding shares of voting common stock (representing 40%

EXHIBIT "A"

of the authorized capital stock)) of Geomatics Services, Inc. represented by Certificate #2 shall surrender their respective shares to Engineering Design & Construction, Inc. for cancellation; and

2. Bradley J. Currie (owner of all of the issued and outstanding shares of voting common stock of Atlantic Design Group of Florida, Inc.) represented by Certificate #1 shall surrender his shares to Engineering Design & Construction, Inc. for cancellation; and
3. Roderick J. Kennedy (owner of all of the 1,000 issued and outstanding shares of voting common stock of Engineering Design & Construction, Inc.) represented by Certificate #1 shall surrender 100 of his 1,000 shares to Engineering Design & Construction, Inc. for cancellation and reissuance as set forth below; and
4. The 1,000 shares of voting common stock (representing 100% of the authorized capital stock) of Engineering Design & Construction, Inc. (the "Surviving Corporation") which are presently registered on the name of Roderick J. Kennedy shall be reissued as follows:

SHAREHOLDER	SHARES ISSUED	PERCENTAGE OF TOTAL
a) Roderick J. Kennedy	900	90%
b) Michael T. Owen	50	5%
c) Bradley J. Currie	50	5%

Engineering Design & Construction, Inc.

By: _____

Roderick J. Kennedy, President

Geomatics Services, Inc.

By: _____

Michael T. Owen, President

Atlantic Design Group of Florida, Inc.

By: _____

Bradley J. Currie, President