

PO3000042375

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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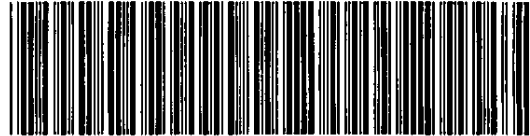
(Business Entity Name)

(Document Number)

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DIVISION OF CORPORATIONS  
2016 SEP 26 AM 8:10

SEP 30 2016  
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FLORIDA DEPARTMENT OF STATE  
Division of Corporations

September 10, 2016

BRUCE R. ABERNETHY JR / BRUCE R. ABERNETHY JR PA  
130 S INDIAN RIVER DR SUITE 201  
FORT PIERCE, FL 34950 US

SUBJECT: ENGINEERING DESIGN & CONSTRUCTION, INC.  
Ref. Number: P03000042375

We have received your document for ENGINEERING DESIGN & CONSTRUCTION, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Please send a copy of the plan of merger that doesn't have a line drawn through it. This document is not acceptable.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6050.

Carolyn Lewis  
Regulatory Specialist II

Letter Number: 616A00019256



**BRUCE R. ABERNETHY, JR.**

ATTORNEY AND COUNSELOR AT LAW

772.489.4901 | Fax: 772.489.4902

[BAbernethy@BruceAPA.com](mailto:BAbernethy@BruceAPA.com)

130 S. Indian River Drive, Suite 201 Fort Pierce, FL 34950

[www.BruceAPA.com](http://www.BruceAPA.com)

BOARD OF TRUSTEES, TRUSTS, ETC.

August 24, 2016

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 \$70 (\$35 for the "surviving corporation" and \$35 for the "merging corporation").

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](mailto: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

**B|A**  
**BRUCE R. ABERNETHY, JR.**  
ATTORNEY AND COUNSELOR AT LAW  
772.489.4901 | Fax: 772.489.4902  
BAbernethy@BruceAPA.com  
130 S Indian River Drive, Suite 201 Fort Pierce, FL 34950  
www.BruceAPA.com

September 19, 2016

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

**Re: Engineering Design & Construction, Inc. (P03000042375)**  
**Letter Number: 616A00019256**

Dear Sir or Madam:

Enclosed is copy of your letter dated September 10, 2016 together with a copy of the requested plan of merger "that doesn't have a line drawn through it."

Thank you for your assistance.

Sincerely,



Bruce R. Abernethy, Jr.

BRAjr/pls  
Enclosures

## ARTICLES OF MERGER

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>
Engineering Design & Construction, Inc.	Florida	P03000042375

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

<u>Name</u>	<u>Jurisdiction</u>	<u>Document Number</u>
Crossroads Environmental Consultants, Inc.	Florida	P02000118936

**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

Crossroads Environmental Consultants, Inc.

By: \_\_\_\_\_

Tobin R. Overdorf, President

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## 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 the merging corporation:

<u>Name</u>	<u>Jurisdiction</u>
Crossroads Environmental Consultants Inc.	Florida

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

Upon the Effective Date of the Merger (the "Effective Date" being the date upon which the Articles of Merger are filed 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 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%

**shall be reissued as follows:**

SHAREHOLDER	SHARES ISSUED	PERCENTAGE OF TOTAL
a) Roderick J. Kennedy	670	67%
b) Michael T. Owen	40	4%
c) Bradley J. Currie	40	4%
d) Tobin R. Overdorf	250	25%

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**Fourth:** The manner and basis of converting the shares of the 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:

1. Roderick J. Kennedy, being the owner of 900 shares of the issued and outstanding shares of voting common stock of Engineering Design & Construction, Inc. represented by Certificate #4 shall surrender all of his said Engineering Design & Construction, Inc. shares to Engineering Design & Construction, Inc. for cancellation; and
2. Michael T. Owen, being the owner of 50 shares of the issued and outstanding shares of voting common stock of Engineering Design & Construction, Inc. represented by Certificate #5 shall surrender all of his said Engineering Design & Construction, Inc. shares to Engineering Design & Construction, Inc. for cancellation; and
3. Bradley J. Currie, being the owner of 50 shares of the issued and outstanding shares of voting common stock of Engineering Design & Construction, Inc. represented by Certificate #6 shall surrender all of his said Engineering Design & Construction, Inc. shares to Engineering Design & Construction, Inc. for cancellation; and
4. Tobin R. Overdorf and Margaret L. Overdorf, being the owners of 200 shares of voting common stock of Crossroads Environmental Consultants, Inc. represented by Certificate #\_\_ shall surrender all of their Crossroads Environmental Consultants, Inc. shares to Engineering Design & Construction, Inc. for cancellation
5. The 1,000 shares of voting common stock (representing 100% of the authorized capital stock) of Engineering Design & Construction, Inc. (the "Surviving Corporation") shall be reissued as follows:

SHAREHOLDER	SHARES ISSUED	PERCENTAGE OF TOTAL
Roderick J. Kennedy	670	67%
Michael T. Owen	40	4%
Bradley J. Currie	40	4%
Tobin R. Overdorf	250	25%

This Plan of Merger has been adopted and agreed to by the undersigned as of the date and year indicated below.

Engineering Design & Construction, Inc.

By: \_\_\_\_\_  
Roderick J. Kennedy, President

Crossroads Environmental Consultants, Inc.

By: \_\_\_\_\_  
Tobin R. Overdorf, President

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