

PO30000097684

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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(Business Entity Name)

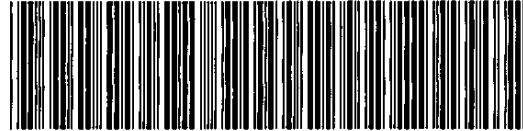
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Merger

06/27/07--01035--020 **78.75

FILED

07 JUN 27 PM 1:35

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED

DEPARTMENT OF STATE
DIVISION OF CORPORATIONS

2007 JUN 27 PM 1:32

TO ACKNOWLEDGE
SUFFICIENCY OF FILING

02
6/27/07

COVER LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: PREFERRED PINESTRAW, 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:

Billie Vincent or Mary Davis

(Contact Person)

PREFERRED PINESTRAW, INC.

(Firm/Company)

6766 264th Street

(Address)

Branford, Florida 32008

(City/State and Zip Code)

For further information concerning this matter, please call:

Billie Vincent or Mary Davis

(Name of Contact Person)

At (386) 935-2773

(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.

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07 JUN 27 PM 1:35

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

Name

Jurisdiction

Document Number

(If known/ applicable)

PREFERRED PINESTRAW, INC.

FLORIDA

P03000097684

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

Name

Jurisdiction

Document Number

(If known/ applicable)

JOHNNY VINCENT PINE STRAW, INC.

FLORIDA

P99000064984

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.)

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
JUNE 15, 2007 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
JUNE 15, 2007 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

PREFERRED PINESTRAW, INC.

Johnny L. Vincent

Johnny L. Vincent, President

PREFERRED PINESTRAW, INC.

Billie L. Vincent

Billie L. Vincent, Vice President

JOHNNY VINCENT PINE STRAW, INC.

Johnny L. Vincent

Johnny L. Vincent, 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:

Name

Jurisdiction

PREFERRED PINESTRAW, INC.

FLORIDA

Second: The name and jurisdiction of each merging corporation:

Name

Jurisdiction

JOHNNY VINCENT PINE STRAW, INC.

FLORIDA

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

On the Effective Date of the merger the separate existence of the Merging Entity shall cease, and the Surviving Corporation shall succeed to all of the rights, privileges, immunities, franchises, and property, real, personal and mixed, of the Merging Entity without the necessity for any separate transfer. The Surviving Corporation shall thereafter be responsible and liable for all liabilities and obligations of the Merging, and neither the rights of creditors nor any liens on the property of the Merging Entity shall be impaired by the 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:

All shares of Merging Corporation shall be converted into equal shares of the Surviving Corporation

(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:

OR

Restated articles are attached:

Other provisions relating to the merger are as follows:

Officers and Directors. The directors and officers of the Surviving Corporation on the Effective Date shall continue as the directors and officers of the Surviving Corporation for the full unexpired terms of their offices and until their successors have been elected or appointed and qualified.

Articles of Incorporation. The articles of incorporation of the Surviving Corporation shall continue to be its articles of incorporation following the Effective Date, until amended pursuant to the provisions of Florida law.

Bylaws. The bylaws of the Surviving Corporation shall continue to be its bylaws following the Effective Date, until amended pursuant to the provisions of Florida law.

Effective Date of Merger. The effective date ("Effective Date") of this merger shall be the date of filing of Articles of Merger with the Secretary of State of Florida.