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EFFECTIVE DATE

1-1-13

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATION  
12 DEC 17 PM 3:05

Merger

DEC 20 2012

T. BROWN

**COVER LETTER**

**TO:** Amendment Section  
Division of Corporations

**SUBJECT:** JINNY BEAUTY SUPPLY CO., 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:

W. BRIAN SEO

Contact Person

W. B. SEO & CO.

Firm/Company

6160 N. CICERO AVE. SUITE 504

Address

CHICAGO, IL 60646

City/State and Zip Code

WBSEO@SBCGLOBAL.NET

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

For further information concerning this matter, please call:

W. BRIAN SEO

Name of Contact Person

At ( 773 )

283-4000

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:

**EFFECTIVE DATE**

1-1-13

<u>Name</u>	<u>Jurisdiction</u>	<u>Document Number</u> (If known/ applicable)
JINNY BEAUTY SUPPLY CO., INC.	FL	P03000102666

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

<u>Name</u>	<u>Jurisdiction</u>	<u>Document Number</u> (If known/ applicable)
MDS DISTRIBUTORS OF MIAMI CORP.	FL	P04000135657
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____

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DIVISION OF CORPORATIONS  
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**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** 01 / 01 / 2013 (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 12/11/2012.

The Plan of Merger was adopted by the board of directors of the surviving corporation on \_\_\_\_\_ 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 12/11/2012.

The Plan of Merger was adopted by the board of directors of the merging corporation(s) on \_\_\_\_\_ 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

JINNY BEAUTY SUPPLY CO., INC. 

EDDIE JHIN, PRESIDENT

MDS DISTRIBUTORS OF MIAMI   
CORP.

EDDIE JHIN, PRESIDENT

\_\_\_\_\_

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## **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>
<u>JINNY BEAUTY SUPPLY CO., INC.</u>	<u>FL</u>

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

<u>Name</u>	<u>Jurisdiction</u>
<u>MDS DISTRIBUTORS OF MIAMI CORP.</u>	<u>FL</u>
<u> </u>	<u> </u>
<u> </u>	<u> </u>
<u> </u>	<u> </u>
<u> </u>	<u> </u>

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

Effective of 1/1/2013 MDS Distributors of Miami Corp. (a Florida corporation) is to be merged into Jinny Beauty Supply Co., Inc. (a Florida corporation) without any specified terms or conditions as the two corporations are owned by common shareholders with the same ownership percentages.

**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:  
As the two corporations are owned by common shareholders with the same ownership percentages no additional shares of the surviving corporation is to be issued for this merger.

*(Attach additional sheets if necessary)*

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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:  
NONE

Other provisions relating to the merger are as follows:  
NONE