

P0300011149

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

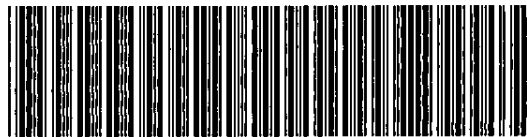
(Business Entity Name)

(Document Number)

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*merged*

02/06/12--01056--001 \*\*148.75

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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*PR*  
*2/9/12*

**COVER LETTER**

**TO:** Amendment Section  
Division of Corporations

**SUBJECT:** URBAN THREAD GAINESVILLE, 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:

EDWIN L. CRAMMER CPA  
Contact Person

EDWIN L. CRAMMER PA  
Firm/Company

3801 N UNIVERSITY DRIVE SUITE 318  
Address

SUNRISE, FL 33351  
City/State and Zip Code

marced@fdn.com  
E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

EDWIN L. CRAMMER CPA  
Name of Contact Person

At ( 954 ) 742-8700  
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

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

2000

<u>Name</u>	<u>Jurisdiction</u>	<u>Document Number</u> (If known/ applicable)
<u>Urban Thread-Gainesville Inc.</u>	<u>Florida</u>	<u>P0300011149</u>

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

<u>Name</u>	<u>Jurisdiction</u>	<u>Document Number</u> (If known/ applicable)
<u>Urban Thread-13th Street Inc.</u>	<u>Florida</u>	<u>P08000004505</u>
<u>Urban Thread-Market Street Inc.</u>	<u>Florida</u>	<u>P09000017006</u>
<u>Urban Thread-N Monroe Street Inc</u>	<u>Florida</u>	<u>P10000066218</u>
<u> </u>	<u> </u>	<u> </u>
<u> </u>	<u> </u>	<u> </u>

**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 / 10 / 2012 (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 12/22/11

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 12/22/11.

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)*

# **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

URBAN THREAD-GAINESVILLE, INC

Florida

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

Name

Jurisdiction

URBAN THREAD-13TH STREET, INC

Florida

URBAN THREAD-MARKET STREET, INC.

Florida

URBAN THREAD-N MONROE STREET, INC.

Florida

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

THIS MERGER WILL BE CARRIED OUT AS A TAX FREE REORGANIZATION UNDER INTERNAL REVENUE CODE SECTION #368. ALL ASSETS AND LIABILITIES OF THE MERGING CORPORATIONS WILL BE TRANSFERED TO THE SURVIVING CORPORATION WITHOUT ANY BOOT BEING TENDERED BY ANY OF THE AFFECTED CORPORATIONS.

THE CURRENT STOCKHOLDERS AND DIRECTORS OF EACH MERGING CORPORATION WILL BE THE SAME STOCKHOLDERS OF THE SURVIVING CORPORATION WITHOUT ANY CHANGES IN THE VALUES OF THE COMMON STOCK HELD BY EACH STOCKHOLDER.

**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:

UPON COMPLETION OF THE PROCESS OF MERGER, ALL ISSUED AND OUTSTANDING STOCK CERTIFICATES OF THE MERGING CORPORATIONS WILL BE VOIDED AND EACH OF THE MERGING CORPORATIONS WILL BE DISSOLVED.

(Attach additional sheets if necessary)

Seventh: SIGNATURES FOR EACH CORPORATION

Name of Corporation

Signature of an Officer or  
Director

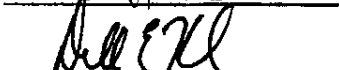
Typed or Printed Name of Individual & Title

Urban Thread Gainesville Inc



LILLY L KLINE President

Urban Thread Gainesville Inc



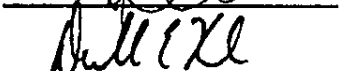
DONALD E KLINE Vice President

Urban Thread-13 Street Inc



LILLY L KLINE President

Urban Thread-13 Street Inc



DONALD E KLINE Vice President

Urban Thread-Market Street



LILLY L KLINE President

Urban Thread-Market Street



DONALD E KLINE Vice President

Urban Thread-N Monroe St



LILLY L KLINE President

Urban Thread-N Monroe St



DONALD E KLINE Vice President

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