

P64000000160

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP ☐ WAIT ☐ MAIL

(Business Entity Name)

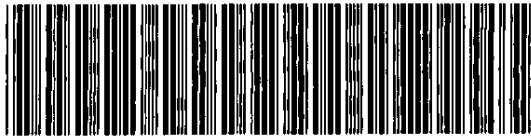
(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Walk In

Office Use Only



400300071534

400300071534
06/13/17--01001--001 **78.75

S. TALLENT
JUN 13 2017

Merger

RECEIVED
DEPARTMENT OF STATE
17 JUN 12 PM 2:40

FILED
17 JUN 12 AM 10:54
SECRETARY OF STATE
TALLAHASSEE FLORIDA

**CORPORATE
ACCESS,
INC.**

When you need ACCESS to the world

236 East 6th Avenue, Tallahassee, Florida 32303
P.O. Box 37066 (32315-7066) ~ (850) 222-2666 or (800) 969-1666. Fax (850) 222-1666

WALK IN

PICK UP:

6/12

☒ **CERTIFIED COPY**

☐ **PHOTOCOPY**

☐ **CUS**

☒ **FILING**

merger

1.

Aerial Cartographics of America, Inc.
(CORPORATE NAME AND DOCUMENT #)

2.

(CORPORATE NAME AND DOCUMENT #)

3.

(CORPORATE NAME AND DOCUMENT #)

4.

(CORPORATE NAME AND DOCUMENT #)

5.

(CORPORATE NAME AND DOCUMENT #)

6.

(CORPORATE NAME AND DOCUMENT #)

**SPECIAL
INSTRUCTIONS:**

COVER LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: AERIAL CARTOGRAPHICS OF AMERICA, 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:

Bryan Van Cott, Esq.

Contact Person

Twomey, Latham et al.

Firm/Company

33 West Second Street, P.O. Box 9398

Address

Riverhead, New York 11901

City/State and Zip Code

mbuoncore@gpinet.com

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

For further information concerning this matter, please call:

Bryan Van Cott, Esq.

Name of Contact Person

At (631) 727-2180 (ext. 249)

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

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> (If known/ applicable)
Aerial Cartographics of America, Inc.	Florida	P04000000100

Second: The name and jurisdiction of each merging corporation:

<u>Name</u>	<u>Jurisdiction</u>	<u>Document Number</u> (If known/ applicable)
Independent Mapping Consultants, Inc.	North Carolina	

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 06 / 30 / 2017 (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.)

Note: If the date inserted in this block does not meet the applicable statutory filing requirements, this date will not be listed as the document's effective date on the Department of State's records.

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 May 31, 2017.

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 May 31, 2017.

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)

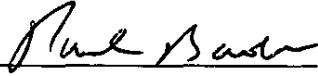
Seventh: SIGNATURES FOR EACH CORPORATION

Name of Corporation

Signature of an Officer or
Director

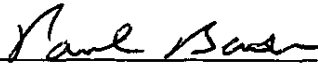
Typed or Printed Name of Individual & Title

Aerial Cartographics of America, Inc.



Paul Badr, President

Independent Mapping Consultants, Inc.



Paul Badr, President

PLAN OF MERGER
OF
INDEPENDENT MAPPING CONSULTANTS, INC., a North Carolina corporation
INTO
AERIAL CARTOGRAPHICS OF AMERICA, INC., a Florida corporation

1. This following plan of merger is submitted in compliance with section 607.1101, Florida Statutes, and in accordance with section 55-11-01 of the North Carolina General Statutes.
2. The name and jurisdiction of surviving corporation is Aerial Cartographics of America, Inc., a Florida corporation.
3. The name and jurisdiction of merging corporation is Independent Mapping Consultants, Inc., a North Carolina corporation.
4. The effective date of the merger will be June 30, 2017.
5. On the effective date of the merger, the constituent corporations shall be merged into a single corporation, Aerial Cartographics of America, Inc., existing under the laws of the State of Florida.
6. At the time the merger becomes effective, all of the issued and outstanding shares of Independent Mapping Consultants, Inc., a North Carolina corporation, shall be canceled for no consideration. The outstanding shares of common stock of Aerial Cartographics of America, Inc. shall continue as outstanding shares of the surviving corporation without any change whatsoever.
7. Without limiting the generality of the foregoing, upon the effective date of the merger, Aerial Cartographics of America, Inc. shall be deemed to have automatically taken assignment of all assets and assumed all of the liabilities of Independent Mapping Consultants, Inc., a North Carolina corporation, without any further action.
8. No amendment to the Certificate of Incorporation of the surviving corporation is being effected by the merger.