

P04000022479

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

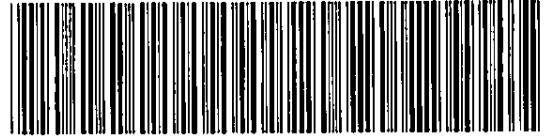
(Business Entity Name)

(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

Special Instructions to Filing Officer.

Office Use Only



500422227575

Merge

FILED  
2024 FEB -6 AM 8:42

A. RAMSEY  
FEB 9, 2024

RECEIVED  
2024 FEB -6 PM 2:13  
TALLAHASSEE, FLORIDA

04104  
\$02250,00524,00671

**Sunshine State Corporate Compliance Company**

3458 Lakeshore Drive, Tallahassee, Florida 32312

(850) 656-4724

DATE 02/06/2024

**\*\*WALK IN\*\***

ENTITY NAME BEDESCHI AMERICA, INC.

DOCUMENT NUMBER \_\_\_\_\_

**\*\*PLEASE FILE THE ATTACHED AND RETURN\*\***

XXX  
\_\_\_\_\_  
\_\_\_\_\_

*Plain Copy*  
*Certified Copy*  
*Certificate of Status*

**\*\*PLEASE OBTAIN THE FOLLOWING FOR THE ABOVE ENTITY\*\***

\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

*Certified Copy of Arts & Amendments*  
*Certificate of Good Standing*

**\*\*APOSTILLE / NOTARIAL CERTIFICATION\*\***

COUNTRY OF DESTINATION \_\_\_\_\_

NUMBER OF CERTIFICATES REQUESTED \_\_\_\_\_

TOTAL OWED ~~\$70~~ 78.15

ACCOUNT #: I20160000072

*S. R. J. M.*

Please call Tina at the above number for any issues or concerns. Thank you so much!



FLORIDA DEPARTMENT OF STATE  
Division of Corporations

February 7, 2024

**CORRECTED**  
Please Allow For  
Same File Date

SUNSHINE STATE CORPORATE COMPLIANCE COMPANY

TALLAHASSEE, FL 32312

SUBJECT: BEDESCHI AMERICA, INC.  
Ref. Number: P04000022479

*Return  
w/ cert  
copy*

We have received your document for BEDESCHI AMERICA, INC. and the authorization to debit your account in the amount of \$70.00. However, the document has not been filed and is being returned for the following:

Please include a statement that "The merger was approved by each domestic merging corporation in accordance with s.607.1101 (1)(b) F.S and by the organic law governing the other parties to the merger. (see third paragraph on the attached merger form). Also please state that the surviving entity exists before the merger and is a domestic filing entity (see fourth paragraph on the attached merger form).

If the corporation is a **PROFIT** corporation it must be signed by a director, president or other officer - if directors or officers have not been selected, by an incorporator - if in the hands of a receiver, trustee, or other court appointed fiduciary, by that fiduciary.

If the corporation is a **NOT FOR PROFIT** corporation it must be signed by the chairman or vice chairman of the board, president or other officer - if directors have not been selected, by an incorporator - if in the hands of a receiver, trustee, or other court appointed fiduciary, by that fiduciary.

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.

Annette Ramsey  
OPS

Letter Number: 624A00002671

RECEIVED  
2024 FEB -8 AM 10:44  
TALLAHASSEE FLORIDA

## Articles of Merger

The following Articles of Merger are submitted in accordance with Section 607.1105 of the Florida Business Corporation Act (the "FBCA").

### First:

The name and jurisdiction of the surviving corporation:

BEDESCHI AMERICA, FLORIDA P04000022479  
INC. This entity exists before the merger and is a domestic filing entity.

### Second:

The name and jurisdiction of each merging corporation:

BEDESCHI US, INC. DELAWARE 151013421 - 5779648

### Third:

The plan of merger was approved by the board of directors of BEDESCHI AMERICA, INC. and BEDESCHI US, INC. on December 19, 2023 in accordance with s.607.1101 (1)(b) F.S. and by the merging corporation in accordance with Section 252(c) of the Delaware General Corporation Law, respectively, and shareholder approval was not required.

### Fourth:

The merger shall become effective upon filing with the Secretary of State of the State of Florida.

### Fifth:

The participation of BEDESCHI US, INC. in the merger was duly authorized in accordance with the organic laws of BEDESCHI US, INC.

### Sixth:

The undersigned corporation has caused this statement to be signed by a duly authorized officer or director who affirms, under penalties of perjury, that the facts stated above are true and correct.

Dated: December 19, 2023

BEDESCHI AMERICA, INC.

By: 

Name: Rino Bedeschi, its President

Dated: December 19, 2023

BEDESCHI US, INC.

By: 

Name: Rino Bedeschi, its President

FILED  
2024 FEB -6 AM 8:42  
CLERK OF DISTRICT COURT  
FLORIDA