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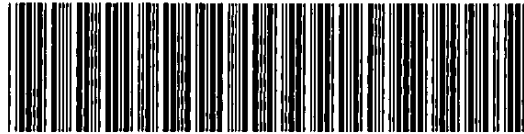
(Business Entity Name)

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Handwritten signature

C. DAVID TANGORA, P.A.
ATTORNEY AT LAW
200 SOUTHEAST 18TH COURT
FORT LAUDERDALE, FLORIDA 33316

TEL: (954) 779-1005

FAX: (954) 764-4502

September 11, 2007

Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

**Re: Merger of Four Seasons Limousine, Inc.
with Matgar Jet Service, LLC, into
Mat Gar's Four Season Limo, Inc.
File No: 07-135**

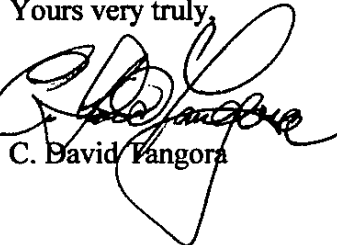
Dear Sir or Madam:

Enclosed please find the following documents:

1. Articles of Merger of Domestic Corporation and Domestic Limited Liability Company into Mat Gar's Four Season Limo, Inc. and Articles of Amendment;
2. Plan of Merger Between Four Seasons Limousine, Inc., a Florida corporation and Matgar Jet Service, LLC, a Florida Limited Liability Company Into Mat Gar's Four Season Limo, Inc.; and
3. My firm's check number 7755 in the sum of \$60.00 for the required filing fees.

Please give me a call if you have any questions.

Yours very truly,



C. David Tangora

CDT/rm

Enc: as noted

cc: Matgar Jet Service, LLC (w/enc.)
Four Seasons Limousine, Inc. (w/enc.)

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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

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**ARTICLES OF MERGER OF DOMESTIC CORPORATION AND DOMESTIC
LIMITED LIABILITY COMPANY INTO MAT GAR'S FOUR SEASON LIMO, INC.
AND ARTICLES OF AMENDMENT**

Pursuant to the provisions of §607.1101, et seq. of the Florida General Corporation Act, and §608.438 et. seq., of the Limited Liability Company Act, the undersigned domestic corporation and the undersigned domestic Limited Liability Company adopt the following Articles of Merger and Articles of Amendment for the purpose of merging them into one of domestic corporation and amending the name of the surviving entity:

1. The names of the undersigned corporation and limited liability company and the States under the laws of which they are organized are, respectively:

Name of Corporation

State of Incorporation

Four Seasons Limousine, Inc.

Florida

Matgar Jet Service, LLC

Florida

Four Seasons Limousine, Inc., a Florida corporation, is the surviving business entity, and the name of the surviving corporation shall be amended to be Mat Gar's Four Season Limo, Inc.

2. The laws of the State of Florida, under which the constituent Limited Liability Company, Matgar Jet Service, LLC, the absorbed limited liability company is organized, permit such merger pursuant to §§ 607.1108 and 608.438, Fla.Stat. (2007).

3. The name of the surviving corporation is Mat Gar's Four Season Limo, Inc., which will adopt the corporate name, Mat Gar's Four Season Limo, Inc., and it is to be governed by the laws of the State of Florida.

4. The Plan of Merger between Four Seasons Limousine, Inc., a Florida corporation, and Matgar Jet Service, LLC, a Florida limited liability company, was approved by the Shareholders of the undersigned domestic corporation in the manner prescribed by the Florida General Corporation Act; and was approved by the undersigned limited liability company in the manner prescribed by Chapter 608 of the Laws of the State of Florida.

5. As to each of the undersigned business entities, the number of shares outstanding, and the designation and number of outstanding shares of each class entitled to vote as a class under such plan, are as follows:

<u>Name of Corporation</u>	<u>Number of Shares Issued</u>	<u>Number of Authorized Shares</u>
Four Seasons Limousine, Inc.	1,000	1,000
Matgar Jet Service, LLC	1,000	1,000

6. As to each of the undersigned corporations, the total number of shares voted for and against such plan as follows:

<u>Name of Business Entity</u>	<u>Total Voted For</u>	<u>Total Voted Against</u>
Four Seasons Limousine, Inc.	1,000	-0-
Matgar Jet Service, LLC	1,000	-0-

7. If the surviving corporation is to be governed by the laws of any state other than the State of Florida, such surviving corporation hereby:

- (a) Agrees that it may be served with process in the State of Florida in any proceeding for the enforcement of any obligation of the undersigned domestic corporation, and in any proceeding for the enforcement of the rights of a dissenting shareholder of such domestic corporation against the surviving corporation;
- (b) Irrevocably appoints the Secretary of the State of Florida as its agent to accept service of process in any such proceeding; and
- (c) Agrees that it will promptly pay to the dissenting shareholders of such domestic corporation the amount, if any, to which they are entitled under the provisions of the Florida General Corporation Act with respect to the rights of dissenting shareholders.

Dated: September 8, 2007.

FOUR SEASONS LIMOUSINE, INC., a Florida corporation

By: [Signature]
Manuel Recart, President

MATGAR JET SERVICE, LLC, a Florida limited liability company.

By: [Signature]
Manuel Recart, Manager/Member

By: [Signature]
Roberto Ibacache, Manager/Member

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PLAN OF MERGER BETWEEN
FOUR SEASONS LIMOUSINE, INC., A FLORIDA CORPORATION AND
MATGAR JET SERVICE, LLC, A FLORIDA LIMITED LIABILITY COMPANY
INTO MAT GAR'S FOUR SEASON LIMO, INC.

This Plan of Merger, dated September 8, 2007, is between Four Seasons Limousine, Inc., a Florida corporation, hereafter called the surviving corporation or "Survivor", and Matgar Jet Services, LLC., a Florida limited liability company, hereafter called the absorbed business entity, and the name of the surviving corporation shall be amended to be Mat Gar's Four Season Limo, Inc.

STIPULATIONS

A. Four Seasons Limousine, Inc. is a Subchapter S corporation organized and existing under the laws of the State of Florida, with its principal office at 3667 N. Arelia Drive, Delray Beach, FL 33445, and is qualified to transact business as a domestic corporation in the State of Florida.

B. Four Seasons Limousine, Inc.. has a capitalization of 1,000 authorized shares at \$0.01 par value per share of common stock, of which 1,000 shares are issued and outstanding.

C. Matgar Jet Service, LLC, the absorbed business entity, is a limited liability company organized and existing under the laws of the State of Florida, with its principal office at 3797 N.W. 79th Avenue, Coral Springs, FL 33065, and is qualified to do business as a limited liability company in the State of Florida.

D. Matgar Jet Service, LLC, the absorbed business entity, has a capitalization of 1,000 authorized membership shares, of which 1,000 membership shares are issued and outstanding.

E. The Board of Directors of the constituent corporation and the Managers/Members

of the constituent limited liability company deem it desirable and in the best business interests of the business entities and their shareholders/members that Matgar Jet Service, LLC, a Florida limited liability company, be merged into Four Seasons Limousine, Inc., a Florida corporation, and that pursuant to Articles of Amendment, the new name for the surviving corporation shall be amended to be Mat Gar's Four Season Limo, Inc., pursuant to the provisions of §607.1101, et. seq. of the Florida General Corporation Act, and §608.438 et. seq. of the Florida Limited Liability Company Act, in order that the transaction qualify as a reorganization within the meaning of §338 of the Internal Revenue Code of 1954, as amended.

F. In consideration of the mutual covenants and subject to the terms and conditions hereafter set forth, the constituent corporations agree as follows:

1. **Merger.** Matgar Jet Service, LLC, the absorbed limited liability company, shall merge with and into Four Seasons Limousine, Inc., which shall be the surviving corporation, and the name of the surviving corporation shall be amended to be Mat Gar's Four Season Limo, Inc. pursuant to Articles of Amendment contained within the Articles of Merger.

2. **Terms and Conditions.** On the effective date of the merger, the separate existence of the absorbed limited liability company shall cease, and the surviving corporation shall succeed to all the rights, privileges, amenities, and franchises and all of the property, real, personal, and mixed of the absorbed limited liability company, without the necessity for any separate transfer. The surviving corporation shall thereafter be responsible and liable for all liabilities and obligations of the absorbed limited liability company, and neither the rights of creditors nor any liens on the property of the absorbed limited liability company shall be impaired by the merger.

3. **Effect on Stock.** The effect of this merger on the membership shares of the absorbed limited liability company, and on the shares, the rights, obligations and securities of the surviving corporation is as follows:

- (a) The shares of the surviving corporation shall not be effected by this merger, and each share of the surviving corporation's issued, outstanding and authorized stock, by virtue of this merger and without any action by the holder of such share of the Survivor, shall remain one fully paid and non-assessable share of the Survivor, and the holders of such shares shall remain, at the Effective Time of Merger, the shareholders of the Survivor. Outstanding certificates representing shares of the Survivor shall, after the Effective Date and Time of the Merger, continue to represent the same number of shares of the Survivor, and the holders of such certificates shall have the same rights which they would have if such certificate had been issued after the Merger by the Survivor.
- (b) Upon the effective date of the merger, the holder of the certificate for membership shares in the absorbed limited liability company shall surrender them to the surviving corporation or its duly appointed agent, in such manner as the surviving corporation shall legally require. On receipt of such certificate of membership shares, the surviving corporation shall cancel the certificates of membership shares in the absorbed limited liability company. Each membership share or percentage of ownership of the absorbed limited liability company issued and outstanding at the

Effective Date and Time of the Merger, by virtue of the Merger, and without any action on the part of the holder of such share, shall no longer be outstanding and shall be cancelled and retired and cease to exist without any consideration, and shall not be converted into stock of the Survivor or the right to receive cash or any other consideration. The surviving corporation shall, upon the filing of the Articles of Merger with the Florida Department of State, shall automatically take title to all of the assets, wherever located and in whatever form, of the absorbed limited liability company, and shall contemporaneously assume all liabilities of the absorbed limited liability company.

4. **Changes In Articles of Incorporation.** The Articles of Incorporation of the surviving corporation, Four Seasons Limousine, Inc. shall continue to be its Articles of Incorporation following the effective date of the merger, except that pursuant to Articles of Amendment, the corporate name shall be changed to Mat Gar's Four Season Limo, Inc.

5. **Changes in Bylaws.** The Bylaws of the surviving corporation shall continue to be the Bylaws following the effective date of the merger.

6. **Directors and Officers.** The Directors and Officers the surviving corporation, Four Seasons Limousine, Inc., on the effective date of the merger, 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 qualify.

7. **Prohibited Transactions.** Neither of the constituent business entities shall, prior to the effective date of the merger, shall engage in any activity or transaction other than in the

ordinary course of business, except that the absorbed and the surviving business entities may take all actions necessary or appropriate under the laws of the State of Florida, to consummate this merger.

8. **Approval By Shareholders/Members.** This plan of merger has been submitted for the approval of the shareholders of Four Seasons Limousine, Inc. and for the approval of the members of Matgar Jet Service, LLC in the manner provided by the applicable laws of the State of Florida, and has been duly approved by the shareholders/members of both the surviving corporation and the absorbed limited liability company.

9. **Effective Date of Merger.** The effective date of this merger shall be the date when the Articles of Merger are filed with the Florida Department of State.

10. **Execution of Agreement.** This Plan of Merger may be executed in two counterparts, and each such counterpart shall constitute an original instrument, executed on behalf of the parties by their Officers, sealed with their corporate seals, and attested by their respective secretaries, pursuant to the authorization of their respective Boards of Directors/Members on the date first above written.

FOUR SEASONS LIMOUSINE, INC.

By: _____

Manuel Recart, President

MATGAR JET SERVICE, LLC

By: _____

Manuel Recart, Manager/Member

By: _____

Roberto Ibacache, Manager/Member

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