

P05000124849

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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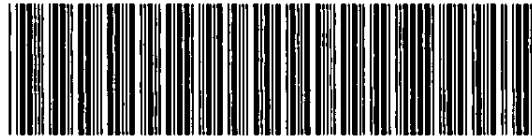
(Business Entity Name)

(Document Number)

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
13 JAN 29 PM 2:30

Merger

FEB - 1 2013

T. BROWN

THE LAW OFFICES OF  
**HULL & CHANDLER, P.A.**

January 23, 2012

Amendment Section  
Corporations Division  
P.O. Box 6327  
Tallahassee, FL 32314

**Re: MTM Concepts, Inc.**

To Whom It May Concern:

Enclosed please find an original, along with a copy, of the *Articles of Merger and Plan of Merger* for the above-referenced corporation for filing with your office. Also enclosed is a check in the amount of \$70.00 for the applicable filing fee. **Upon filing, please return the filed copies to me in the enclosed postage-paid self addressed envelope.**

You may send any future annual report information to Mark Martins at 9541 Kings Parade Blvd, Unit 313, Charlotte, NC 28273 or [mtmconceptsinc@yahoo.com](mailto:mtmconceptsinc@yahoo.com).

If you have any questions, or need any additional information regarding this filing, please contact me at [lrhodes@lawyercarolina.com](mailto:lrhodes@lawyercarolina.com).

Sincerely,

*Lynae Rhodes*

Lynae Rhodes  
Paralegal

Enclosure(s)

**ARTICLES OF MERGER**  
(Profit Corporations)

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DIVISION OF CORPORATIONS  
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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)
MTM Concepts, Inc.	North Carolina	

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

<u>Name</u>	<u>Jurisdiction</u>	<u>Document Number</u> (If known/ applicable)
MTM Concepts Inc.	Florida	P05000124849

**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**      /      /      (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 1/23/13.

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 1/23/13.

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)



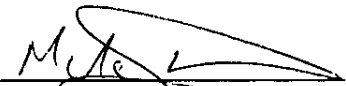
**Seventh: SIGNATURES FOR EACH CORPORATION**

Name of Corporation

Signature of an Officer or  
Director

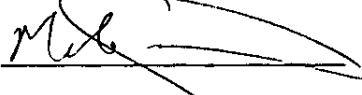
Typed or Printed Name of Individual & Title

MTM Concepts, Inc.



Mark Martins, President

MTM Concepts, Inc.



Mark Martins, President

## PLAN OF MERGER

This plan of merger is agreed upon this the 23<sup>rd</sup> day of January, 2013 by and between MTM Concepts, Inc. a North Carolina Corporation, and MTM Concepts Inc. a Florida Corporation as follows:

A. *Entities Participating in Merger.*

MTM Concepts Inc. (the "Merging Entity"), a Corporation organized under the law of Florida, will merge into MTM Concepts, Inc. (the "Surviving Entity"), a Corporation organized under the law of North Carolina, which will be the surviving entity.

B. *Name of Surviving Entity.*

After the merger, the Surviving Entity will have the name "MTM Concepts, Inc."

C. *Merger.*

The merger of the Merging Entity into the Surviving Entity will be effected upon filing, pursuant to the terms and conditions of this Plan. Upon the merger's becoming effective, the existence of the Merging Entity will cease, and the existence of the Surviving Entity will continue. The time when the merger becomes effective is hereinafter referred to as the "Effective Time."

D. *Conversion and Exchange of Ownership Interests.*

At the Effective Time, the outstanding ownership interests of the entities participating in the merger will be converted and exchanged as follows:

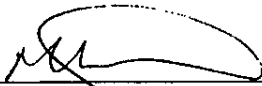
1. **Surviving Entity.** The outstanding shares of the Surviving Entity will not be converted, exchanged or altered in any manner as a result of the merger and will remain outstanding as interests of the Surviving Entity.
2. **Merging Entity.** Each shareholder shall receive one share in the Surviving Entity for each share they owned in the Merging Entity.

AGREED TO this the 23<sup>rd</sup> day of January, 2013

MTM Concepts, Inc.

MTM Concepts Inc. of Florida

  
Mark Martins, President

  
Mark Martins, President