

PD60000026RD

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

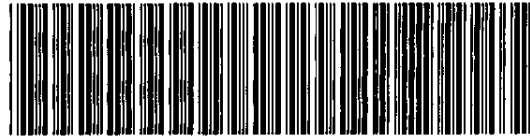
(Business Entity Name)

(Document Number)

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

Special Instructions to Filing Officer:

Office Use Only



200199809842

04/01/11--01030--007 \*\*78.75

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
11 APR - 1 PM 2:25

EFFECTIVE DATE

April 1, 2011

Marger/CC  
@ 4/4/11

## COVER LETTER

**TO:** Amendment Section  
Division of Corporations

**SUBJECT:** Cutting Edge Charters 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:

Stephen C. Regan, President/Agent

Contact Person

Cutting Edge Charters Inc.

Firm/Company

P.O. Box 5198

Address

Destin, FL 32540-5198

City/State and Zip Code

cutting edge charters@yahoo.com

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

For further information concerning this matter, please call:

Michael B. Regan, VP/Sec.

Name of Contact Person

At ( 850 ) 650-8032

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

EFFECTIVE DATE  
April 1, 2011

**First:** The name and jurisdiction of the surviving corporation:

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

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
11 APR - 1 PM 2:25

*(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

**Cutting Edge Charters Inc.**

Stephen G. Ryan

Stephen C. Regan, President/Director

**Haeusler Enterprises Inc.**

Michael B. Rogan

**Michael B. Regan, VP/Director**

## **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

Cutting Edge Charters Inc.

Okaloosa County

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

Name

Jurisdiction

Haeusler Enterprises Inc.

Okaloosa County

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

1. Cutting Edge Charters Inc. shall assume the Haeusler Enterprises Inc. Loan with Regions Bank.
2. Haeusler Enterprises Inc. shall transfer and convey the physical assets including the vessel CUTTING EDGE to Cutting Edge Charters Inc.
3. Haeusler Enterprises Inc. shall transfer the Federal Fishing Permits to Cutting Edge Charters Inc.
4. Haeusler Enterprises Inc. shall transfer all remaining bank funds to Cutting Edge Charters Inc.

**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:

The shares of Haeusler Enterprises Inc. shall be converted to the current value of the physical assets less the balance of the loan obligation and transferred to Cutting Edge Charters Inc. The merging and surviving shareholders, being the same, shall retain their surviving shares at the new value.

**THE FOLLOWING MAY BE SET FORTH IF APPLICABLE:**

Amendments to the articles of incorporation of the surviving corporation are indicated below or attached:  
See attached.

**OR**

Restated articles are attached:

Other provisions relating to the merger are as follows: