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**COVER LETTER**

**TO:** Amendment Section  
Division of Corporations

**SUBJECT:** FAIRVIEW SOLUTIONS, 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:

TONI RITCHEY

(Contact Person)

FISCHER & RITCHEY, LLP

(Firm/Company)

542 S. PACIFIC STREET, SUITE E101

(Address)

SAN MARCOS, CALIFORNIA 92078

(City/State and Zip Code)

For further information concerning this matter, please call:

TONI RITCHEY

(Name of Contact Person)

At ( 760 ) 471-1100

(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

**(Profit Corporations)**

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)
<u>FAIRVIEW SOLUTIONS, INC.</u>	<u>FLORIDA</u>	<u>P06000040272</u>

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

<u>Name</u>	<u>Jurisdiction</u>	<u>Document Number</u> (If known/ applicable)
<u>SOFT MOCCASINS, INC.</u>	<u>CALIFORNIA</u>	<u>C2650094</u>

**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 November 9, 2006.

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 November 9, 2006.

**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

**FAIRVIEW SOLUTIONS, INC.**

*Chad*

**CARI WALSH, PRESIDENT & SECRETARY**

SOFT MOCCASINS, INC.

ROBERT WALSH, PRESIDENT

**SOFT MOCCASINS, INC.**

Card 2

CARI WALSH, SECRETARY

## 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

FAIRVIEW SOLUTIONS, INC.

FLORIDA

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

Name

## Jurisdiction

SOFT MOCCASINS, INC.

CALIFORNIA

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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

1. Merging Corporation shall be merged into Surviving Corporation.
2. The outstanding shares of Merging Corporation shall be canceled without consideration.
3. The outstanding shares of Surviving Corporation shall remain outstanding and are not affected by the merger.
4. Merging Corporation shall from time to time, as and when requested by Surviving Corporation, execute and deliver all such documents and instruments and take all such action necessary or desirable to evidence or carry out this merger.

**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: *Please see points 2 and 3 above*

S: Please see points 2 and 3 above under "Third."

*(Attach additional sheets if necessary)*