

P06000049239

Karen Riffe

(Requestor's Name)

Meridian Asset Services

(Address)

780 94th Ave N, Ste 102

(Address)

St. Petersburg FL 33702

(City/State/Zip/Phone #)

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2009 MAY -8 AM 9:22  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

AJR  
5/21/09

**COVER LETTER**

**TO:** Amendment Section  
Division of Corporations

**SUBJECT:** MERIDIAN ASSET SERVICES 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:

KAREN RIFFE

(Contact Person)

MERIDIAN ASSET SERVICES

(Firm/Company)

780 94<sup>TH</sup> AVEN STE 102

(Address)

ST. PETERSBURG FL 33702

(City/State and Zip Code)

For further information concerning this matter, please call:

KAREN RIFFE

(Name of Contact Person)

At ( 727 ) 497-4651

(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



FLORIDA DEPARTMENT OF STATE  
Division of Corporations

May 14, 2009

KAREN RIFFE  
780 94TH AVENUE N. STE 102  
ST. PETERSBURG, FL 33702

SUBJECT: MERIDIAN ASSET SERVICES, INC.  
Ref. Number: P07000026505

We have received your document for MERIDIAN ASSET SERVICES, INC. and your check(s) totaling ~~\$140.00~~. However, the enclosed document has not been filed and is being returned for the following correction(s):

The amendment must be adopted in one of the following manners:

**(1) If an amendment was approved by the shareholders, one of the following statements must be contained in the document.**

(a) A statement that the number of votes cast for the amendment by the shareholders was sufficient for approval, -or-

(b) If more than one voting group was entitled to vote on the amendment, a statement designating each voting group entitled to vote separately on the amendment and a statement that the number of votes cast for the amendment by the shareholders in each voting group was sufficient for approval by that voting group.

**(2) If an amendment was adopted by the incorporators or board of directors without shareholder action.**

(a) A statement that the amendment was adopted by either the incorporators or board of directors and that shareholder action was not required.

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.

EFFECTIVE DATE  
5/15/09

FILED  
2009 MAY -8 AM 9:22  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

## **ARTICLES OF MERGER**

(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>Doc. Number</u>
Mortgage Data Resources Inc.	Florida	P06000049239

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

<u>Name</u>	<u>Jurisdiction</u>	<u>Doc. Number</u>
Meridian Asset Services Inc.	Florida	P07000026505

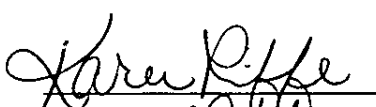
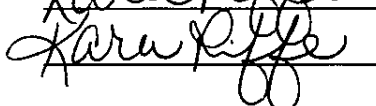
**Third:** The Plan of Merger is attached.

**Fourth:** The merger shall become effective on May 15<sup>th</sup>, 2009.

**Fifth:** Adoption of Merger by surviving corporation – The Plan of Merger was adopted by the board of directors of the surviving corporation on April 28, 2009 and shareholder approval was not required.

**Sixth:** Adoption of Merger by merging corporation – The Plan of Merger was adopted by the board of directors of the merging corporation on April 28, 2009 and shareholder approval was not required.

### **Seventh: SIGNATURES FOR EACH CORPORATION**

Name of Corporation	Signature of an Officer or Director	Typed/Printed Name
Meridian Asset Services Inc.		Karen Riffe, President/CEO
Mortgage Data Resources Inc.		Karen Riffe, President/CEO

## **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:

<u>Name</u>	<u>Jurisdiction</u>	<u>Doc. Number</u>
Mortgage Data Resources, Inc.	Florida	P06000049239

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

<u>Name</u>	<u>Jurisdiction</u>	<u>Doc. Number</u>
Meridian Asset Services, Inc.	Florida	P07000026505

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

The name of the surviving corporation shall be **changed** to:

Meridian Asset Services, Inc.	P06000049239
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**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 will be a the Fair Market Value of the Assets.

Restated articles are attached.

**RESTATED**  
**ARTICLES OF INCORPORATION**  
**For**  
**MERIDIAN ASSET SERVICES, INC.**

The undersigned incorporator, for the purpose of forming a Florida profit corporation, hereby adopts the following Articles of Incorporation:

**Article I**

The name of the corporation is:

MERIDIAN ASSET SERVICES, INC.

**Article II**

The principal place of business address:

780 94<sup>th</sup> AVE. N., STE. 102

ST. PETERSBURG, FL US 33702

The mailing address of the corporation is:

780 94<sup>TH</sup> AVE. N., STE. 102

ST. PETERSBURG, FL US 33702

**Article III**

The purpose for which this corporation is organized is:

Provide mortgage loan oversight, asset management, loan data management and customized loss mitigation solutions.

**Article IV**

The number of shares the corporation is authorized to issue is:

2000

**Article V**

The name and Florida street address of the registered agent is:

KAREN RIFFE

2093 MICHIGAN AVE NE

ST. PETERSBURG, FL 33703

I certify that I am familiar with and accept the responsibilities of the registered agent.

Registered Agent Signature: KAREN RIFFE

### **Article VI**

The name and address of the incorporator is:

KAREN RIFFE

2093 MICHIGAN AVE NE

ST. PETERSBURG, FL 33703

Incorporator Signature: KAREN RIFFE

### **Article VII**

The initial officer and/or director of the corporation is:

Title: PVST

KAREN RIFFE

2093 MICHIGAN AVE NE

ST. PETERSBURG, FL 33703

Title: D

KAREN RIFFE

2093 MICHIGAN AVE NE

ST. PETERSBURG, FL 33703

### **Article VIII**

The effective date for this corporation shall be:

5/1/2009

These Restated Articles of Incorporation do not contain any amendments that require shareholder action.