

PO6000069726

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

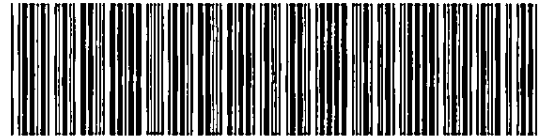
(Business Entity Name)

(Document Number)

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FILED
AUG 1 2021
PM 3:07

AUG 1 2021

COVER LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: Vintage Sound Amps, LLC

Name of Surviving Entity

The enclosed Articles of Merger and fee are submitted for filing.

Please return all correspondence concerning this matter to following:

J. David Dodd, Attorney

Contact Person

Scruggs, Dodd & Brisendine Attorneys, P.A.

Firm/Company

P.O. Box 681109

Address

Fort Payne, AL 35968

City/State and Zip Code

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

For further information concerning this matter, please call:

J. David Dodd

Name of Contact Person

At (**256**) **845-5932**

Area Code & Daytime Telephone Number

☐ Certified copy (optional) \$8.75 (Please send an additional copy of your document if a certified copy is requested)

Mailing Address:

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

Street Address:

Amendment Section
Division of Corporations
The Centre of Tallahassee
2415 N. Monroe Street, Suite 810
Tallahassee, FL 32303

IMPORTANT NOTICE: Pursuant to s.607.1622(8), F.S., each party to the merger must be active and current in filing its annual report through December 31 of the calendar year which this articles of merger are being submitted to the Department of State for filing.

ARTICLES OF MERGER

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 entity:

<u>Name</u>	<u>Jurisdiction</u>	<u>Entity Type</u>	<u>Document Number</u> (If known/ applicable)
Vintage Sound Amps, LLC	Alabama	LLC	

SECOND: The name and jurisdiction of each **merging** eligible entity:

<u>Name</u>	<u>Jurisdiction</u>	<u>Entity Type</u>	<u>Document Number</u> (If known/ applicable)
Vintage Sound Amps, Inc.	Florida	Corporation	P06000069726
Vintage Sound Amps, LLC	Alabama	LLC	

THIRD: The merger was approved by each domestic merging corporation in accordance with s.607.1101(1)(b), F.S., and by the organic law governing the other parties to the merger.

PM 3:07

FOURTH: Please check one of the boxes that apply to surviving entity:

- ☐ This entity exists before the merger and is a domestic filing entity.
- ☒ This entity exists before the merger and is not authorized to transact business in Florida.
- ☐ This entity exists before the merger and is a domestic filing entity, and its Articles of Incorporation are being amended as attached.
- ☐ This entity is created by the merger and is a domestic corporation, and the Articles of Incorporation are attached.
- ☐ This entity is a domestic eligible entity and is not a domestic corporation and is being amended in connection with this merger as attached.
- ☐ This entity is a domestic eligible entity being created as a result of the merger. The public organic record of the survivor is attached.
- ☐ This entity is created by the merger and is a domestic limited liability limited partnership or a domestic limited liability partnership, its statement of qualification is attached.

FIFTH: Please check one of the boxes that apply to domestic corporations:

- ☒ The plan of merger was approved by the shareholders and each separate voting group as required.
- ☐ The plan of merger did not require approval by the shareholders.

SIXTH: Please check box below if applicable to foreign corporations

- ☐ The participation of the foreign corporation was duly authorized in accordance with the corporation's organic laws.

SEVENTH: Please check box below if applicable to domestic or foreign non corporation(s).

- ☒ Participation of the domestic or foreign non corporation(s) was duly authorized in accordance with each of such eligible entity's organic law.

EIGHTH: If other than the date of filing, the delayed effective date of the merger, which cannot be prior to nor more than 90 days after the date this document is filed by the Florida Department of State:

Note: If the date inserted in this block does not meet the applicable statutory filing requirements, this date will not be listed as the document's effective date on the Department of State's records.

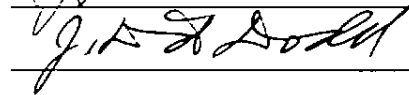
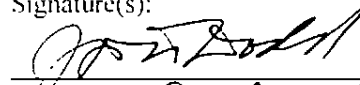
NINTH: Signature(s) for Each Party:

Name of Entity/Organization:

Vintage Sound Amps, Inc.

Vintage Sound Amps, LLC

Signature(s):



Typed or Printed

Name of Individual:

J. David Dodd, Incorporator

J. David Dodd, Incorporator

Corporations:

Chairman, Vice Chairman, President or Officer

(If no directors selected, signature of incorporator.)

General partnerships:

Signature of a general partner or authorized person

Florida Limited Partnerships:

Signatures of all general partners

Non-Florida Limited Partnerships:

Signature of a general partner

Limited Liability Companies:

Signature of an authorized person

CERTIFICATE OF MERGER
OF VINTAGE SOUND AMPS, INC., A FLORIDA CORPORATION
INTO AND WITH
VINTAGE SOUND AMPS, LLC, AN ALABAMA LIMITED LIABILITY COMPANY

To: The Secretary of State of Florida and the Secretary of State of Alabama

Pursuant to the Code of Alabama, 1975, 10A-1-8.02 (c)(1), Vintage Sound Amps, Inc., a Florida corporation and Vintage Sound Amps, LLC, an Alabama Limited Liability Company, have approved and entered this Certificate of Merger and have filed the same with you according to law:

1. Vintage Sound Amps, Inc. is a Florida corporation organized by filing a certificate of Incorporation in the Office of the Secretary of State of Florida on May 17, 2006. The Document Number for Vintage Sound Amps, Inc. is P06000069726.
2. Vintage Sound Amps, LLC is an Alabama Limited Liability Company organized by filing Articles of Organization in the Office of the Secretary of State of Alabama on July 13, 2021. The entity ID Number for Vintage Sound Amps, Inc. is 872-770.
3. A Plan of Merger between Vintage Sound Amps, Inc., a Florida corporation, and Vintage Sound Amps, LLC, an Alabama Limited Liability Company, was unanimously approved by the members of Vintage Sound Amps, LLC, an Alabama Limited Liability Company on July 13, 2021 and executed by its manager.
4. A Plan of Merger between Vintage Sound Amps, LLC, an Alabama Limited Liability Company and Vintage Sound Amps, Inc., a Florida corporation was unanimously approved by the shareholders and directors of Vintage Sound Amps, Inc., a Florida corporation on July 13, 2021, and executed by its president.
5. The name of the surviving or resulting business entity is Vintage Sound Amps, LLC. The existence of Vintage Sound Amps, Inc., a Florida corporation, shall cease and the corporate existence of Vintage Sound Amps, LLC, an Alabama Limited Liability Company, shall continue upon the effective date of this filing.
6. The date the merger shall become effective is the date of filing of this Certificate of Merger with the Office of the Secretary of State of Alabama.
7. The Plan of Merger is on file at the offices of Vintage Sound Amps, LLC, 65 County Road 1015, Cedar Bluff, AL 35959 and a copy of the Plan of Merger will be furnished by Vintage Sound Amps, Inc. on request and without cost, to any owner of any entity that is a party to the merger.
8. This Certificate of Merger is filed with the Office of the Secretary of State for the State of Alabama, Business Services Division, Alabama State House, Suite 119, 11 South Union Street, Montgomery, AL 36103 and with the Office of the Secretary of State for the State of Florida.

This 23rdth day of July, 2021.

Vintage Sound Amps, Inc.

By: Ricky Hayes
Ricky Hayes, President

Vintage Sound Amps, LLC.

By: Ricky Hayes
Ricky Hayes, Manager

STATE OF ALABAMA

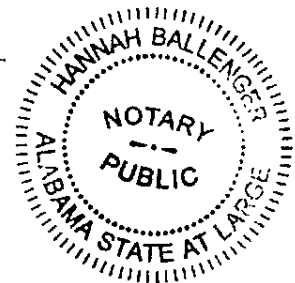
COUNTY OF DEKALB

I, the undersigned authority, a Notary Public in and for said County and State, hereby certify that Ricky Hayes, whose named as President of Vintage Sound Amps, Inc., is signed to the foregoing Certificate of Merger and who is known to me, acknowledged before me on this day that, being informed of the contents of the instrument, he, as such President and with full authority, executed the same voluntarily for and as the act of said corporation.

Given under my hand this the 23rd day of July, 2021.

My Commission Expires: 4-2-24

Hannah Ballenger
NOTARY PUBLIC



STATE OF ALABAMA

COUNTY OF DEKALB

I, the undersigned authority, a Notary Public in and for said County and State, hereby certify that Ricky Hayes, whose named as Manager of Vintage Sound Amps, LLC. is signed to the foregoing Certificate of Merger and who is known to me, acknowledged before me on this day that, being informed of the contents of the instrument, he, as such manager and with full authority, executed the same voluntarily for and as the act of said company.

Given under my hand this the 23rd day of July, 2021.

My Commission Expires: 4-2-24

Hannah Ballenger
NOTARY PUBLIC

