

P06000118533

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MERGER OR SHARE EXCHANGE BOND EVENTS CORPORATION

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May 7, 2019

FLORIDA DEPARTMENT OF STATE
Division of Corporations

BOND EVENTS CORPORATION
8206-1200 PROVIDENCE ROAD
367
CHARLOTTE, NC 28277

SUBJECT: BOND EVENTS CORPORATION
REF: P06000118533

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

You have listed the incorrect name for the merging corporation, our records show BOND EVENTS AMERICAS INC. with document number P10000097992.

The merger should be filed pursuant to 607.1105, Florida Statutes. Please refer to our merger form on www.sunbiz.org.

For each corporation, the document must contain the date of adoption of the plan of merger or share exchange by the shareholders or by the board of directors when no vote of the shareholders is required.

If you have any questions concerning the filing of your document, please call (850) 245-6050.

Irene Albritton
Regulatory Specialist II

FAX Aud. #: H19000149526
Letter Number: 319A00009116

ARTICLES OF MERGER
OF
BOND EVENTS AMERICAS INC. A FLORIDA CORPORATION P10 - 97992
WITH AND INTO
BOND EVENTS CORPORATION, A FLORIDA CORPORATION - 906 - 119533

Pursuant to the Florida Business Corporation Act, Bond Events Americas Inc., a Florida corporation ("Bond Events Americas") and Bond Events Corporation, a Florida corporation ("Bond Events"), hereby adopt the following Articles of Merger with respect to the merger of Bond Events Americas with and into Bond Events (the "Merger");

FIRST: The plan of merger, pursuant to the applicable provisions of the Florida Business Corporation Act, is as follows:

(a) At the "Effective Time" (as such term is hereinafter defined), Bond Events Americas will be merged with and into Bond Events, and Bond Events will be the surviving entity of the Merger. Bonds Events is hereinafter sometimes referred to as the "Surviving Entity."

(b) The terms and conditions of the Merger are as follows:

(i) The Surviving Entity shall continue the corporate existence of Bond Events under the laws of the State of Florida, and the Surviving Entity shall possess all of the rights, privileges, immunities and franchises, of a public as well as a private nature, of each of the parties to the Merger, and all property, real, personal or mixed, and all debts due on whatever account, and all choses in action, and all and every other interest of or belonging to or due to each of the parties to the Merger shall be taken and deemed to be transferred to and vested in the Surviving Entity without further act or deed; and the title to any real estate, or any interest therein, vested in any party to the Merger shall not revert or be in any way impaired by reason of such Merger; and the Surviving Entity shall thenceforth be responsible and liable for all of the liabilities and obligations of each party to the Merger, and any claim existing or action or proceeding by or against any party to the Merger may be prosecuted as if such Merger had not taken place, or the Surviving Entity may be substituted in its place, and neither the rights of creditors nor any liens upon the property of any party to the Merger shall be impaired by the Merger.

(ii) The Articles of Incorporation of Bond Events, as in effect immediately prior to the Effective Time, shall be the Articles of Incorporation of the Surviving Entity until thereafter amended as provided by applicable law.

(iii) The Bylaws of Bond Events, as in effect immediately prior to the Effective Time, shall be the Bylaws of the Surviving Entity until thereafter amended as provided by law.

(iv) The sole director and the officers of Bond Events immediately prior to the Effective Time will be the sole director and the officers of the Surviving Entity until their successors are duly elected and qualified.

(c) The manner and basis of converting or exchanging the shares of capital stock of Bond Events Americas into shares of the capital stock of the Surviving Entity as of the Effective Time is as follows: (i) the Class A voting shareholder of Bond Events Americas will become the owner of nine thousand two hundred fifty (9,250) shares of Class A voting common stock of Bond Events; and (ii) the Class B non-voting shareholder of Bond Events Americas will become the owner of seven hundred fifty (750) shares of Class B non-voting common stock of Bond Events;

(d) The Merger will become effective on the date and at the time of the filing of Articles of Merger with the Florida Department of State (the "Effective Time").


SECOND: Pursuant to the applicable provisions of the Florida Business Corporation Act and the Bylaws of Bond Events, the sole director and sole shareholder of Bond Events approved the Merger by a Written Consent, dated as of April 5, 2019, and the number of votes cast for approval was sufficient.

THIRD: Pursuant to the applicable provisions of the Florida Business Corporation Act and the Bylaws of Bond Events Americas, the sole director and the sole voting shareholder of Bond Events Americas approved the Merger by a Written Consent, dated as of April 5, 2019, and the number of votes cast for approval was sufficient.


[SIGNATURES ARE ON THE FOLLOWING PAGE]

IN WITNESS WHEREOF, an authorized officer of each of the parties has executed these Articles of Merger on behalf of the parties hereto as of April 5, 2019.

BOND EVENTS AMERICAS INC., a Florida
corporation

By: 
Anthony J. Needs, President

BOND EVENTS CORPORATION, a Florida
corporation

By: 
Anthony J. Needs, President