

P06000119512

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

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(Business Entity Name)

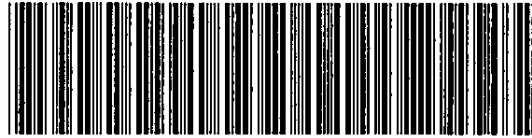
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2007 JAN 30 AM 10:22  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**COVER LETTER**

**TO:** Amendment Section  
Division of Corporations

**SUBJECT:** MIA PIZZA 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:

SERGIO SUAREZ-SOLIS

(Contact Person)

MIA PIZZA INC:

(Firm/Company)

2440 SAND MINE RD.

(Address)

DAVENPORT FL 33897

(City/State and Zip Code)

For further information concerning this matter, please call:

RUBEN D. TORO

(Name of Contact Person)

At ( 407 ) 370-6445

(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

# **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>Document Number</u><br>(If known/ applicable) |
|----------------|---------------------|--------------------------------------------------|
| MIA PIZZA INC. | FLORIDA             | P06000119512                                     |

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

| <u>Name</u>           | <u>Jurisdiction</u> | <u>Document Number</u><br>(If known/ applicable) |
|-----------------------|---------------------|--------------------------------------------------|
| MIA PIZZA INC.        | FLORIDA             | P06000119512                                     |
| SSS RESTAURANTS, INC. | FLORIDA             | P05000005900                                     |
|                       |                     |                                                  |
|                       |                     |                                                  |
|                       |                     |                                                  |

**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** 01/22/2007 / (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 01/01/2007.

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 01/01/2007.

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)*

FILED  
2007 JAN 30 AM 10:22  
TALLAHASSEE, FLORIDA  
SECRETARY OF STATE

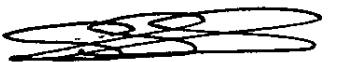
**Seventh: SIGNATURES FOR EACH CORPORATION**

Name of Corporation

Signature of an Officer or  
Director

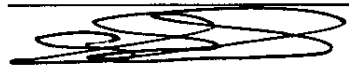
Typed or Printed Name of Individual & Title

MIA PIZZA INC



SERGIO SUAREZ-SOLIS

SSS RESTAURANTS, INC.



SERGIO SUAREZ-SOLIS

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## **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> |
|----------------------|---------------------|
| MIA PIZZA INC. _____ | FLORIDA _____       |

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

| <u>Name</u>                 | <u>Jurisdiction</u> |
|-----------------------------|---------------------|
| MIA PIZZA INC. _____        | FLORIDA _____       |
| SSS RESTAURANTS, INC. _____ | FLORIDA _____       |
| _____                       | _____               |
| _____                       | _____               |
| _____                       | _____               |

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

The two merging corporations are owned by the same shareholder Mr. Sergio Suarez-Solis. the number of authorized shares for the surviving corporation MIA PIZZA INC., is ten thousand shares each of \$0.01 par value. The federal number of the surviving corporation MIA PIZZA INC. is EIN:52-2449673, the federal number originally assigned by the IRS to SSS RESTAURANTS, INC. The document number of the surviving corporation MIA PIZZA INC. is the same as the number originally assigned by the department of state to this corporation (Document No: P06000119512). The principal and mailing address of the surviving corporation MIA PIZZA INC. is the same as the addresses registered originally for the surviving corporation (2440 Sand Mine Rd., Davenport FL 33897)

**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:

*(Attach additional sheets if necessary)*  
**(See ATTACHMENT)**

THE FOLLOWING MAY BE SET FORTH IF APPLICABLE:

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

ARTICLE VII - DIRECTOR(S) AND OFFICER(S) - (amended)

The name(s) and address(es) of the Director(s) and Officer(s) of the corporation is (are):

SERGIO SUAREZ-SOLIS - DIRECTOR, PRESIDENT and TREASURER

2440 Sand Mine Rd., Davenport FL 33897

ALEXANDRA SEIJO - DIRECTOR, SECRETARY

2440 Sand Mine Rd., Davenport FL 33897

**OR**

Restated articles are attached:

Other provisions relating to the merger are as follows:

Attachment  
PLAN OF MERGER  
MIA PIZZA INC.

Terms and conditions of the merger

Fourth –

The manner and basis of converting shares of each corporation into shares of the surviving corporation MIA PIZZA INC. is as follows;

The total number of shares of the corporation SSS RESTAURANTS INC. will be exchanged for the assets and obligations of this corporation and all these assets and obligations will be transferred to the surviving corporation MIA PIZZA INC. with the same basis reported in the financial records of the merging corporation SSS RESTAURANTS INC. The total number of authorized shares issued by both merging corporations are owned solely by Mr. Sergio Suarez-Solis.