

P06000122788

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐

PICK-UP

☐

WAIT

☐

MAIL

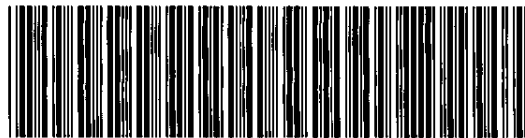
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



900079567429

11/16/06--01019--011 **43.75

10/04/06--01004--002 **35.00

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
06 NOV 15 PM 3:12

*Walt
Lopez*

FF \$70.
cc 8.75



FLORIDA DEPARTMENT OF STATE
Division of Corporations

October 4, 2006

DONALD G. VAUGHN
VAUGHN & SON SPLIT BRICK FLOORING, INC.
5289 DAWES RD.
GRAND BAY, AL 36541

SUBJECT: VAUGHN & SON SPLIT BRICK FLOORING, INC.
Ref. Number: P06000122788

We have received your document for VAUGHN & SON SPLIT BRICK FLOORING, INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Because Chapters 607, 608, and 620, Florida Statutes, require the certificate of conversion and the documentation forming the resulting Florida business entity be filed simultaneously, the enclosed certificate of conversion cannot be filed. Our records reflect the documentation forming the resulting Florida business entity was previously filed with this office. Therefore, we are enclosing the form and instructions for filing a merger.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6911.

Brenda Tadlock
Senior Section Administrator

Letter Number: 506A00058873

1749 West Kingsfield Road
Cantonment, FL 32533
Phone: (850) 968-4594
Email: vaughnsplitbrick@bellsouth.net

*Vaughn & Son Split Brick
Flooring, Inc.*

Fax

To: Florida Department of State

From: Anthony Perkins

Attn: Brenda Tadlock

Fax: 850-245-6030

Date: November 8, 2006

Phone: 850-245-6911

Pages: 10

Re: Articles of Merger

Misc:

☐ **Urgent**

☐ **For Review**

☐ **Please Comment**

☐ **Please Reply**

☐ **Please Recycle**

•Comments:

Following is the completed Articles of Merger.

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Vaughn & Son Split Brick Flooring, Inc.
(Name of Surviving Party)

Please return all correspondence concerning this matter to:

Anthony Perkins

(Contact Person)

Vaughn & Son Split Brick Flooring, Inc.

(Firm/Company)

1749 W. Kingsfield Rd.

(Address)

Cantonment FL 32533

(City, State and Zip Code)

For further information concerning this matter, please call:

Anthony Perkins

(Name of Contact Person)

at (850) 968-4594

(Area Code and Daytime Telephone Number)

☒ Certified Copy (optional) \$8.75

STREET ADDRESS:

Registration Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

MAILING ADDRESS:

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

**Articles of Merger
For
Florida Profit or Non-Profit Corporation**

The following Articles of Merger are submitted to merge the following Florida Profit and/or Non-Profit Corporation(s) in accordance with s. 607.1109 or 617.0302, Florida Statutes.

FIRST: The exact name, form/entity type, and jurisdiction for each merging party are as follows:

<u>Name</u>	<u>Jurisdiction</u>	<u>Form/Entity Type</u>
Vaughn & Sons Split Brick, LLC	Florida	1065/LLC

SECOND: The exact name, form/entity type, and jurisdiction of the surviving party are as follows:

<u>Name</u>	<u>Jurisdiction</u>	<u>Form/Entity Type</u>
Vaughn & Son Split Brick Flooring, Inc.	Florida	1120/Corporation

THIRD: The attached plan of merger was approved by each domestic corporation, limited liability company, partnership and/or limited partnership that is a party to the merger in accordance with the applicable provisions of Chapters 607, 608, 617, and/or 620, Florida Statutes.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
06 NOV 15 PM 3:12

FOURTH: The attached plan of merger was approved by each other business entity that is a party to the merger in accordance with the applicable laws of the state, country or jurisdiction under which such other business entity is formed, organized or incorporated.

FIFTH: If other than the date of filing, the 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:

SIXTH: If the surviving party is not formed, organized or incorporated under the laws of Florida, the survivor's principal office address in its home state, country or jurisdiction is as follows:

SEVENTH: If the survivor is not formed, organized or incorporated under the laws of Florida, the survivor agrees to pay to any members with appraisal rights the amount, to which such members are entitled under ss.608.4351-608.43595, F.S.

EIGHTH: If the surviving party is an out-of-state entity not qualified to transact business in this state, the surviving entity:

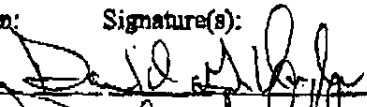
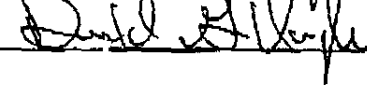
a.) Lists the following street and mailing address of an office, which the Florida Department of State may use for the purposes of s. 48.181, F.S.:

Street address: _____

Mailing address: _____

b.) Appoints the Florida Secretary of State as its agent for service of process in a proceeding to enforce obligations of each limited liability company that merged into such entity, including any appraisal rights of its members under ss.608.4351-608.43595, Florida Statutes.

NINTH: Signature(s) for Each Party:

Name of Entity/Organization:	Signature(s):	Typed or Printed Name of Individual:
Vaughn & Sons Split Brick, LLC		Donald G. Vaughn
Vaughn & Son Split Brick Flooring, Inc.		Donald G. Vaughn

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 a member or authorized representative

Fees: \$35.00 Per Party

Certified Copy (optional): \$8.75

PLAN OF MERGER

FIRST: The exact name, form/entity type, and jurisdiction for each merging party are as follows:

<u>Name</u>	<u>Jurisdiction</u>	<u>Form/Entity Type</u>
Vaughn & Sons Split Brick, LLC	Florida	1065/LLC

SECOND: The exact name, form/entity type, and jurisdiction of the surviving party are as follows:

<u>Name</u>	<u>Jurisdiction</u>	<u>Form/Entity Type</u>
Vaughn & Son Split Brick Flooring, Inc.	Florida	1120/Corporation

THIRD: The terms and conditions of the merger are as follows:

The corporation will succeed to the business, properties and assets of the limited liability company in accordance with law.

(Attach additional sheet if necessary)

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
06 NOV 15 PM 3:12

FOURTH:

A. The manner and basis of converting the interests, shares, obligations or other securities of each merged party into the interests, shares, obligations or others securities of the survivor, in whole or in part, into cash or other property is as follows:

~~All interests in the limited liability company will be~~
~~converted to equal interests in the corporation.~~

(Attach additional sheet if necessary)

B. The manner and basis of converting the ~~rights to acquire~~ the interests, shares, obligations or other securities of each merged party into the ~~rights to acquire~~ the interests, shares, obligations or others securities of the survivor, in whole or in part, into cash or other property is as follows:

(Attach additional sheet if necessary)

FIFTH: If a partnership is the survivor, the name and business address of each general partner is as follows:

(Attach additional sheet if necessary)

SIXTH: If a limited liability company is the survivor, the name and business address of each manager or managing member is as follows:

(Attach additional sheet if necessary)

SEVENTH: Any statements that are required by the laws under which each other business entity is formed, organized, or incorporated are as follows:

(Attach additional sheet if necessary)

EIGHTH: Other provision, if any, relating to the merger are as follows:

(Attach additional sheet if necessary)