

PO6000128226

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(City/State/Zip/Phone #)

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(Business Entity Name)

(Document Number)

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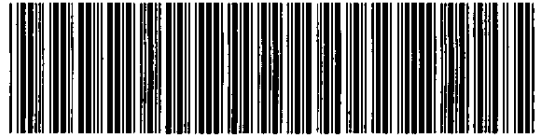
Certificates of Status _____

Special Instructions to Filing Officer:

Spoke to Mr. Shah about
Atties, he wants the merger
filed as is.

Thuris 4/17

Office Use Only



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FILED
09 JUN 17 PM 4:12
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Merger
Thuris
6-18-09

COVER LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: ZEN AMERICA, 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:

KRIMISH D SHAH

Contact Person

ZEN AMERICA, INC.

Firm/Company

3767 NW 23RD DRIVE, APT 211

Address

GAINESVILLE, FL. 32609

City/State and Zip Code

KRIMISH_22@yahoo-co.in

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

For further information concerning this matter, please call:

Krimish Shah

Name of Contact Person

At (352)

514 2929

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

352 - 854 - 9267



FLORIDA DEPARTMENT OF STATE
Division of Corporations

April 28, 2009

KRIMISH D. SHAH (2ND MAILING DIFFERENT ADDRESS)
3767 NW 23RD DRIVE
APT. 211
GAINESVILLE, FL 32605

SUBJECT: ZEN AMERICA INC.
Ref. Number: P06000128226

We have received your document for ZEN AMERICA INC. and check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The merger should include 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.

Please return your document, along with a copy of this letter, within 80 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6905.

Thelma Lewis
Document Specialist Supervisor

Letter Number: 609A00011499

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Division of Corporations - P.O. BOX 6827 - Tallahassee, Florida 32314

RECEIVED



FLORIDA DEPARTMENT OF STATE
Division of Corporations

April 6, 2009

KRIMISH D. SHAH
ZEN AMERICA INC.
2824 NE 21ST WAY, SUITE B1
GAINESVILLE, FL 32609

SUBJECT: ZEN AMERICA INC.
Ref. Number: P06000128226

We have received your document for ZEN AMERICA INC. and check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The merger should include 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.

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) 245-6905.

Thelma Lewis
Document Specialist Supervisor

Letter Number: 609A00011499

(Profit Corporations)

First: The name and jurisdiction of the surviving corporation:

Second: The name and jurisdiction of each merging corporation:

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(Attach additional sheets if necessary)

Name of Corporation

Typed or Printed Name of Individual & Title

Krimish D Shah - Director

Dinesh Thakkar - President

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>Zen America Inc.</u>	<u>Florida</u>

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

<u>Name</u>	<u>Jurisdiction</u>
<u>Rupa Nimir, Inc.</u>	<u>Florida</u>
<u> </u>	<u> </u>
<u> </u>	<u> </u>
<u> </u>	<u> </u>
<u> </u>	<u> </u>

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

All Matters of the merged corporation now belong to the surviving corporation to include all shares and interests of merged corporation. Merged corporation no longer operates as of 12/ 01/ 2008 and surviving corporation is immediate operating party for merged corporation.

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:
transfer was for Good Will and no monetary consideration all shares transfer from merged corporation to surviving corporation as a part of existing corporation and approved by all parties

(Attach additional sheets if necessary)

THE FOLLOWING MAY BE SET FORTH IF APPLICABLE:

Amendments to the articles of incorporation of the surviving corporation are indicated below or attached:
none

OR

Restated articles are attached:
none

Other provisions relating to the merger are as follows:

Surviving Corporation to operate as previously operated with all interest from merged corporation