

P07 000121208

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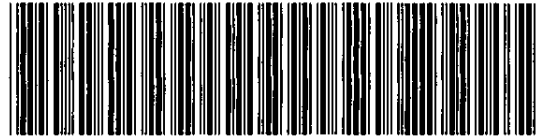
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*Merger
Texas*

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

2007 NOV 19 PM 3:20

FILED

11/06/07--01022--003 **43.75

11/21/07--01001--021 **35.00

COVER LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: UNITED TECHNOLOGIES OF FORT MYERS, 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:

TOM ULLMAN

(Contact Person)

(Firm/Company)

2069-306 FIRST ST

(Address)

FORT MYERS, FL 33901

(City/State and Zip Code)

For further information concerning this matter, please call:

TOM ULLMAN

(Name of Contact Person)

At (239) 332-3719

(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



FLORIDA DEPARTMENT OF STATE
Division of Corporations

November 9, 2007

TOM ULLMAN
2069-306 FIRST STREET
FORT MYERS, FL 33901

SUBJECT: UNITED TECHNOLOGIES OF FORT MYERS, INC.
Ref. Number: P07000121208

We have received your document for UNITED TECHNOLOGIES OF FORT MYERS, INC. and check(s) totaling \$43.75. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The fee to file articles of merger or articles of share exchange is \$35 per party to the merger or share exchange. Certified copies are optional and are \$8.75 for the first 8 pages of the document, and \$1 for each additional page, not to exceed \$52.50.

There is a balance of \$35.00.

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: 007A00065341

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> (If known/ applicable)
UNITED TECHNOLOGIES OF FORT MYERS, INC.	FLORIDA	P07000121208

Second: The name and jurisdiction of each merging corporation:

<u>Name</u>	<u>Jurisdiction</u>	<u>Document Number</u> (If known/ applicable)
UNITED TECHNOLOGIES, INC.	MISSISSIPPI	FOG 00000 6837

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 / / (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 7-16-2007

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 7-16-2007

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)

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2007 NOV 19 PM 3:20
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Seventh: SIGNATURES FOR EACH CORPORATION

Name of Corporation

Signature of an Officer or
Director

Typed or Printed Name of Individual & Title

UNITED TECHNOLOGIES OF FORT MYERS, INC.

Keith Tabor

KEITH TABOR, PRESIDENT

UNITED TECHNOLOGIES, INC.

Keith Tabor

KEITH TABOR, 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:

Name

Jurisdiction

UNITED TECHNOLOGIES OF FORT MYERS, INC.

FLORIDA

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

Name

Jurisdiction

UNITED TECHNOLOGIES, INC.

MISSISSIPPI

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

Each share of the merging corporation shall be exchanged for one share of the surviving 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:

(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:

OR

Restated articles are attached:

Other provisions relating to the merger are as follows:

PLAN OF MERGER
UNITED TECHNOLOGIES, INC.

Fourth: (continued)

Each share of merging corporation shall be converted into one share of the \$100 per value common stock of the Surviving Corporation of the effective date. All issued and outstanding shares of the Merging Corporation immediately before the effective date, shall by virtue of the Merger, become shares of the Surviving Corporation, and new certificates need not be issued.