

P8000080913

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP ☐ WAIT ☐ MAIL

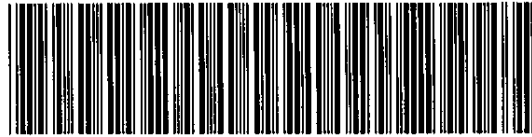
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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Office Use Only



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merge

RECEIVED
08 SEP 11 PM 4:21
DEPT. OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

FILED
2008 SEP 11 PM 5:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

AR
9/12/08



CORPORATION SERVICE COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 719121 11758A

AUTHORIZATION :

COST LIMIT : \$ 78.75

Spurlockman

ORDER DATE : September 11, 2008

ORDER TIME : 2:41 PM

ORDER NO. : 719121-005

CUSTOMER NO: 11758A

ARTICLES OF MERGER

KESSLER ASSOCIATES OF
SOUTH FLORIDA, INC.

INTO

KESSLER ASSOCIATES, INC.

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY

CONTACT PERSON: Jeanine Reynolds

EXAMINER'S INITIALS: _____

ARTICLES OF MERGER
(Profit Corporations)

FILED

The following articles of merger are submitted in accordance with the Florida Business Corporation Act pursuant to section 607.1105, Florida Statutes.

2008 SEP 11 PM 5:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

First: The name and jurisdiction of the surviving corporation:

<u>Name</u>	<u>Jurisdiction</u>	<u>Document Number</u> (If known/ applicable)
Kessler Associates of South Florida, Inc.	Florida	P08000080913

Second: The name and jurisdiction of each merging corporation:

<u>Name</u>	<u>Jurisdiction</u>	<u>Document Number</u> (If known/ applicable)
Kessler Associates, Inc.	Washington DC	

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 September 2, 2008.

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 September 2, 2008.

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)

Seventh: SIGNATURES FOR EACH CORPORATION

Name of Corporation

Signature of an Officer or
Director

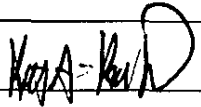
Typed or Printed Name of Individual & Title

Kessler Associates of
South Florida, Inc.



Kenneth A. Kessler, President

Kessler Associates, Inc.



Kenneth A. Kessler, 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>Kessler Associates of South Florida, Inc.</u>	<u>Florida</u>

Second: The name and jurisdiction of each merging corporation:

<u>Name</u>	<u>Jurisdiction</u>
<u>Kessler Associates, Inc.</u>	<u>Washington DC</u>
<u> </u>	<u> </u>
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<u> </u>	<u> </u>

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

Kessler Associates of South Florida, Inc., a Florida corporation will be merged with Kessler Associates, Inc., a Washington, DC corporation under which Kessler Associates of South Florida, Inc., the Florida corporation will be the surviving entity.

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: Each share of common stock of Kessler Associates, Inc., the Washington, DC entity shall be converted into an equal amount of shares of Kessler Associates of South Florida, Inc., the Florida entity.

(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:

The Articles of Incorporation and Bylaws that were adopted by Kessler Associates of South Florida, Inc., the Florida entity, shall remain in effect without any amendment after the merger.