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EFFECTIVE DATE  
2/27/2012

600222427336  
02/22/12--01027--003 \*\*78.75

FILED  
12 FEB 22 AM 9:11  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

W. Meyer  
2/24

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February 21, 2012

Florida Department of State  
Amendment Section  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, Florida 32301

*Via Federal Express*

Re: Merger of Country Market Food Stores, Inc. into Forster and Howell, Inc.

Dear Clerk:

Enclosed please find a Cover Letter and Articles of Merger for filing. I have also enclosed a check in the amount of \$78.75 (which I understand are your filing fees for merging two corporations) and a stamped return envelope for your convenience.

If you should have any questions, or if the fees are incorrect, please do not hesitate to contact me.

Very truly yours,

**JOHNSTON, HINESLEY, FLOWERS,  
CLENNEY & TURNER, P.C.**



R. Eugene Clenney, Jr.

REC/lkh

Enclosures

**COVER LETTER**

**TO:** Amendment Section  
Division of Corporations

**SUBJECT:** Forster and Howell, Incorporated  
Name of Surviving Corporation

The enclosed Articles of Merger and fee are submitted for filing.

Please return all correspondence concerning this matter to following:

R. Eugene Clenney, Jr., Esq.  
Contact Person

Johnston, Hinesley, Flowers, Clenney & Turner, P.C.  
Firm/Company

291 North Oates Street  
Address

Dothan, Alabama 36303  
City/State and Zip Code

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

For further information concerning this matter, please call:

R. Eugene Clenney, Jr. At ( 334 ) 793-1115  
Name of Contact Person 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)

FILED  
12 FEB 22 AM 9:12  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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

*EFFECTIVE DATE*  
*2/27/12*

**First:** The name and jurisdiction of the surviving corporation:

<u>Name</u>	<u>Jurisdiction</u>	<u>Document Number</u> (If known/ applicable)
<u>Forster and Howell, Incorporated</u>	<u>Alabama</u>	<u>n/a</u> <i>9086BB</i>

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

<u>Name</u>	<u>Jurisdiction</u>	<u>Document Number</u> (If known/ applicable)
<u>Country Market Food Stores, Inc.</u>	<u>Florida</u>	<u>J08321</u>
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____

**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** 2 / 27 / 2012 (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 February 15, 2012.

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 February 15, 2012.

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)

[illegible]

**(Non Subsidiaries)**

**First:** The name and jurisdiction of the surviving corporation:

## Jurisdiction

## Alabama

## Jurisdiction

## Florida

The merged corporation shall be merged with and into the surviving corporation, whereupon the separate existence of the merged corporation shall cease and the surviving corporation's existence shall continue. The articles of incorporation and by-laws of the surviving corporation shall be the articles of incorporation and by-laws of the surviving corporation. The board of directors and officers of the surviving corporation shall be the board of directors and officers of the surviving corporation.

The outstanding shares of the merged corporation shall be canceled and the merged corporation shareholders shall not receive shares of the surviving corporation in exchange because both corporations have identical ownership. *(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:  
n/a

**OR**

Restated articles are attached:  
n/a

Other provisions relating to the merger are as follows:  
n/a