

PD9000006528

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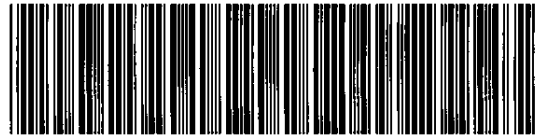
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09 MAY 22 PM 12:55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Mary 5/29/09

COVER LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: Cambria Enterprises, 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:

Panu Virtanen
Contact Person

Cambria Enterprises, Inc.
Firm/Company

12140 Quilting Lane
Address

Boca Raton, FL 33428
City/State and Zip Code

info@cambriaenterprises.com
E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Panu Virtanen

Name of Contact Person

At (404)

514-3899

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)

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09 MAY 22 PM 12:56
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.

First: The name and jurisdiction of the surviving corporation:

<u>Name</u>	<u>Jurisdiction</u>	<u>Document Number</u> (If known/ applicable)
Cambria Enterprises, Inc.	Palm Beach County, Florida	P09000006528

Second: The name and jurisdiction of each merging corporation:

<u>Name</u>	<u>Jurisdiction</u>	<u>Document Number</u> (If known/ applicable)
Cambria Enterprises, Inc.	Cobb County, Georgia	

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 _____.

The Plan of Merger was adopted by the board of directors of the surviving corporation on January 1st 2009 _____ 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 _____.

The Plan of Merger was adopted by the board of directors of the merging corporation(s) on January 1st 2009 _____ and shareholder approval was not required.

(Attach additional sheets if necessary)

Name of Corporation

Typed or Printed Name of Individual & Title

Panu Virtanen, President

Kathleen Virtanen, Vice President

Panu Virtanen, President

Kathleen Virtanen, Vice 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

Cambria Enterprises, Inc.

Second: The name and jurisdiction of each merging corporation:

Name

Cambria Enterprises, Inc.

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

Cambria Enterprises, Inc., a Georgia Corporation, assets and liabilities will be fully merged to Cambria Enterprises, Inc. FL 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:

Liabilities and assets are transferred to be surviving company's liabilities and assets in whole unchanged.

(Attach additional sheets if necessary)

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TALLAHASSEE, FLORIDA

THE FOLLOWING MAY BE SET FORTH IF APPLICABLE:

Amendments to the articles of incorporation of the surviving corporation are indicated below or attached:

Original articles of Cambria Enterprises, Inc. (FL Corporation) applies unchanged

OR

Restated articles are attached:

Other provisions relating to the merger are as follows: