

P09000055858

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Merger
C.COULLETTE

JAN 08 2010

EXAMINER

COVER LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: 60th Lane Corporation, 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:

Peter Seideman, Esq.
Contact Person

Firm/Company

10282 Heronwood Lane
Address

West Palm Beach, FL 33412
City/State and Zip Code

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

For further information concerning this matter, please call:

Peter Seideman, Esq. At (516) 767-0812
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

SHAHER COHEN LLP
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561-826-0500

* ADMITTED FL, NJ & NY BARS

January 5, 2009

VIA FEDERAL EXPRESS

Florida Division of Corporations
Amendments Section
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

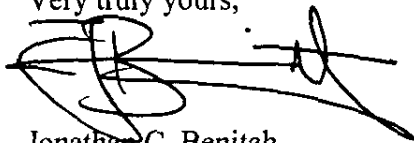
Re: 60th Lane Corporation, Inc., a New York corporation Merger into 60th Lane Corporation, Inc., a Florida corporation (Doc. No.: P09000055858)

To Whom It May Concern:

Enclosed please find the **Articles of Merger**, including the Plan of Merger, (*one original and one copy*) in connection with the above referenced matter. I have also enclosed Seth I. Cohen, P.A. check number 2528 in the amount of \$70, representing the filing cost for the Articles of Merger. Please file the original and date-stamp the copy of the above-mentioned document, returning same to my attention in the enclosed a self-addressed, stamped envelope.

Should you have any questions or comments do not hesitate to contact me and the phone number listed above.

Very truly yours,



Jonathan C. Benitah
For the Firm

Enclosures

ARTICLES OF MERGER

OF

60TH LANE CORPORATION, INC., A NEW YORK CORPORATION, AND 60TH LANE CORPORATION, INC., A FLORIDA CORPORATION

The following Articles of Merger are submitted in accordance with the Florida Business Corporation Act, pursuant to Fla. Stat. § 607.1105.

ARTICLE I

The name and jurisdiction of the surviving corporation is:

60th Lane Corporation, Inc., a Florida corporation (Doc. No.: P09000055858)

ARTICLE II

The name and jurisdiction of the merging corporation is:

60th Lane Corporation, Inc., a New York corporation

ARTICLE III

The Plan of Merger is attached hereto and made a part hereof.

ARTICLE IV

The merger shall become effective on the date the Articles of Merger are filed with the Florida Department of State.

ARTICLE V

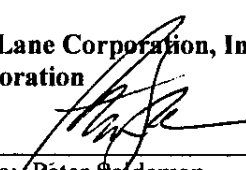
The Plan of Merger was adopted by the Board of Directors of 60th Lane Corporation, Inc., a Florida corporation, on October 1, 2009, and shareholder approval was not required.

ARTICLE VI

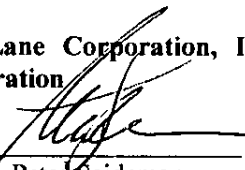
The Plan of Merger was adopted by the Board of Directors of 60th Lane Corporation, Inc., a New York corporation, on October 1, 2009, and shareholder approval was not required.

IN WITNESS WHEREOF, the undersigned executed these Articles of Merger this 1 day of October, 2009: *4th 2010*

60th Lane Corporation, Inc., a Florida corporation

By: 
Name: Peter Seideman
Title: President

60th Lane Corporation, Inc., a New York corporation

By: 
Name: Peter Seideman
Title: President

FILED
10 JAN - 6 PM 2:12
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

PLAN OF MERGER

The following Plan of Merger, which was adopted and approved by each party to the merger in accordance with § 617.1103, Florida Statutes, is being submitted in accordance with § 607.1108, Florida Statutes.

ARTICLE I

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

60th Lane Corporation, Inc., a Florida corporation (Doc. No.: P09000055858)

ARTICLE II

The name and jurisdiction of the **merging** corporation is:

60th Lane Corporation, Inc., a New York corporation

ARTICLE III

The terms and conditions of the merger are as follows:

1. 60th Lane Corporation, Inc., a Florida corporation, and 60th Lane Corporation, Inc., a New York corporation, shall, pursuant to the Florida Business Corporation Act, be merged with and into a single corporation upon the effective date of the merger, to wit: **60th Lane Corporation, Inc., a Florida corporation** ("Surviving Corporation"). The Surviving Corporation shall continue to exist under its present name pursuant to the Florida Business Corporation Act. The separate existence of 60th Lane Corporation, Inc., a New York corporation, shall cease upon the effective date of the merger in accordance with the provisions of the New York Business Corporation Act, or related Act.

2. 60th Lane Corporation, Inc., a New York corporation, has no capital stock and, therefore, has no outstanding shares which are entitled to vote.

3. Upon the effective date of the merger, the By-laws of 60th Lane Corporation, Inc., a Florida corporation, will continue in full force and effect until changed, altered or amended as therein provided and in the manner prescribed by the provisions of the Florida Business Corporation Act.

4. Upon the effective date of the merger, the directors and officers in office of 60th Lane Corporation, Inc., a Florida corporation, shall be the members of the first Board of Directors and the first officers of 60th Lane Corporation, Inc., a Florida corporation, all of whom shall hold their directorships and offices until the election and qualification of their respective successors or until their tenure is otherwise terminated in accordance with the Corporations' By-laws.

5. Upon the effective date of the merger, the issued shares of 60th Lane Corporation, Inc., a Florida corporation, shall not be converted in any manner, but each said share, which is issued as of the effective date of the merger, shall continue to represent one issued share of 60th Lane Corporation, Inc., a Florida corporation.

6. The Plan of Merger herein made and adopted shall be submitted to the shareholders of 60th Lane Corporation, Inc., a New York corporation, for their adoption or rejection in the manner prescribed by the provisions of the New York Business Corporation Act, and the merger of 60th Lane Corporation, Inc., a

New York corporation, with and into 60th Lane Corporation, Inc., a Florida corporation, shall be authorized in the manner prescribed by the Florida Business Corporation Act.

7. In the event that the Plan of Merger shall have been adopted in the manner prescribed by the provisions of and in compliance with the Florida Business Corporation Act, both corporations hereby stipulate that they will cause to be executed and filed and/or recorded any document or documents prescribed by the laws of the State of Florida, and that they will cause to be performed all necessary acts therein and elsewhere to effectuate the merger.

8. The Board of Directors and the proper officers of each corporation, respectively, are hereby authorized, empowered, and directed to do any and all acts and things, and to make, execute, deliver, file, and/or record any and all instruments, papers, and documents which shall be or become necessary, proper, or convenient to carry out or put into effect any of the provisions of this Plan of Merger or of the merger herein provided for.

ARTICLE IV

Upon the effective date of the merger, the Board of Directors of each corporation, respectively, shall (i) meet to determine the manner and basis of converting the shares of each corporation into shares, obligations or other securities of 60th Lane Corporation, Inc., a Florida corporation; and (ii) meet to determine the manner and basis of converting rights to acquire shares of each corporation into rights to acquire shares, obligations, or other securities of 60th Lane Corporation, Inc., a Florida corporation.

IN WITNESS WHEREOF, the undersigned executed said Plan of Merger this 1 day of ~~October~~ ^{January}, 2009. 2010

SURVIVING COMPANY:

60th Lane Corporation, Inc., a Florida corporation

By: 

Name: Peter Seideman

Title: President

MERGING COMPANY:

60th Lane Corporation, Inc., a New York corporation

By: 

Name: Peter Seideman

Title: President