

PO9000067237

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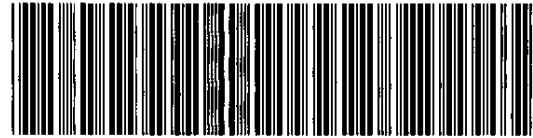
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

2010 AUG 20 AM 11:58

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MERGER
[Signature]

82370

COVER LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: Unit Bricks, 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:

Cindy B. Bortman, Esq.
Contact Person

Firm/Company

777 East Atlantic Ave., Ste. C-2 PMB 227
Address

Delray Beach, FL 33483
City/State and Zip Code

cindyb@post.harvard.edu
E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Cindy Bortman, Esq.
Name of Contact Person

At (617) 877-2066
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)

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

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TALLAHASSEE, FLORIDA

First: The name and jurisdiction of the surviving corporation:

<u>Name</u>	<u>Jurisdiction</u>	<u>Document Number</u> (If known/ applicable)
Unit Bricks, Inc.	Florida	P09000067237

Second: The name and jurisdiction of each merging corporation:

<u>Name</u>	<u>Jurisdiction</u>	<u>Document Number</u> (If known/ applicable)
Unit Bricks, Inc.	California	C2977340

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 November 1, 2009

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 November 1, 2009

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)

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

Unit Bricks, Inc.

Florida

Second: The name and jurisdiction of each merging corporation:

Name

Jurisdiction

Unit Bricks, Inc.

California

7135 Hollywood Blvd, Ste 810

Hollywood, CA 90046

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

The Certificate of Incorporation of Unit Bricks (Florida) shall, at the Effective Time of the Merger, be the Certificate of Incorporation of the Surviving Corporation. The Bylaws of Unit Bricks (Florida) in effect at the Effective Time of the Merger shall be the Bylaws of the Surviving Corporation. The officers of the Surviving Corporation immediately after the Effective Time will be Timothy S. Stuart, President, Vice-President, Secretary, Treasurer. As of the Effective Time of the Merger, by virtue of the Merger and without any action on the part of the holders thereof each share of Unit Bricks (California) Stock issued and outstanding immediately prior to the Effective Time, will, by virtue of the Merger and without further action on the part of any holder thereof, be converted into one share of Unit Bricks (Florida) Stock.

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:
One for one.

(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

Unitbricks, Inc.

T. Scott Stuart

TIMOTHY SCOTT STUART

Unitbricks, Inc.

T. Scott Stuart

President
