

P1000000/337

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

MAIL

(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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05/24/13--01021--001 **105.00

13 AUG -7 PM 8:44

Merger
@ 8.7.13

COVER LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: All Point POS, 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:

Robert E. Turffs, Esquire

Contact Person

Robert E. Turffs, P.A.

Firm/Company

1444 First Street, Suite B

Address

Sarasota, Florida 34236

City/State and Zip Code

turffs@gmail.com

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

For further information concerning this matter, please call:

Robert E. Turffs

Name of Contact Person

At (941)

953-9009

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

ROBERT E. TURFFS, P.A.

1444 First Street, Suite B

Sarasota, Florida 34236

Telephone (941) 953-9009

Facsimile (941) 953-5736

turffs@gmail.com

Robert E. Turffs

Board Certified Civil Trial Lawyer

August 2, 2013

Amendment Section
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

Re: All Point POS, Inc.

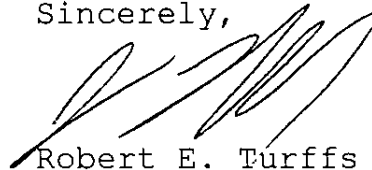
Ref#: P10000001337

Dear Representative:

Please find the enclosed paperwork for the merger of All Point POS, Inc, and a copy of the filing rejection letter provided by you on May 30, 2013.

Thank you for your attention to this matter. If you require any further information, please do not hesitate to contact me.

Sincerely,



Robert E. Turffs

Signed in his absence

RECEIVED
13 AUG - 7 AM 8:53
RET. SEC. OF CORP.
TALLAHASSEE, FLORIDA

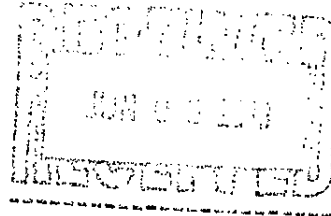


FLORIDA DEPARTMENT OF STATE
Division of Corporations

May 30, 2013

ROBERT E. TURFFS, ESQ.
ROBERT E. TURFFS, P.A.
1444 FIRST STREET, SUITE B
SARASOTA, FL 34236

SUBJECT: ALL POINT POS, INC.
Ref. Number: P10000001337



We have received your document for ALL POINT POS, INC. and check(s) totaling \$105.00. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

All merging corporations must be active.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6050.

Sylvia Gilbert
Regulatory Specialist II

Letter Number: 013A00013561

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.

First: The name and jurisdiction of the surviving corporation:

<u>Name</u>	<u>Jurisdiction</u>	<u>Document Number</u> (If known/ applicable)
All Point POS, Inc.	Florida	P10000001337

Second: The name and jurisdiction of each merging corporation:

<u>Name</u>	<u>Jurisdiction</u>	<u>Document Number</u> (If known/ applicable)
Suncoast Business Solutions, Inc.	Florida	P00000049126

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 January 1, 2010.

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 January 1, 2010.

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

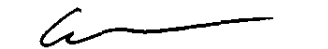
Typed or Printed Name of Individual & Title

Suncoast Business Solution



Andrew Lyman

All Point POS, Inc.



Andrew Lyman

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

All Point POS, Inc.

Florida

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

Name

Jurisdiction

Suncoast Business Solutions, Inc.

Florida

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

All assets, clients, and intellectual property of Suncoast Business Solutions, Inc. will be combined and merge into surviving corporation, All Point POS, Inc.

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:

Shares of merged corporations shall be turned into All Points POS, Inc. All Points POS, Inc. shall issue shares pursuant to a new shareholder agreement.

(Attach additional sheets if necessary)