

JAN/21/2014 09:20 AM

Katz Baskies LLC

FAX No. 561-910-5701

P. 001

Division of Corporations

Page 1 of 1

P/0000101081

Florida Department of State  
Division of Corporations  
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To:

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Fax Number : (850) 617-6380

From:

Account Name : KATZ BASKIES LLC  
Account Number : I20080000071  
Phone : (561) 910-5700  
Fax Number : (561) 910-5701

**\*\*Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.\*\***

Email Address: justin.savioli@katzbaskies.com

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TALLAHASSEE, FLORIDA

**MERGER OR SHARE EXCHANGE**  
**Physician Disability Examination Services, Inc.**

Certificate of Status	0
Certified Copy	0
Page Count	03
Estimated Charge	\$70.00

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TALLAHASSEE, FLORIDA

*Att. of Merger*

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FAX No. 561-910-5701

P. 002

H14000015441 3

**COVER LETTER**

**TO:** Amendment Section  
Division of Corporations

**SUBJECT:** Physician Disability Examination Services, 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:

Justin M. Savioli

Contact Person

Katz Baskies LLC

Firm/Company

2255 Glades Road, Suite 240W

Address

Boca Raton, FL 33431

City/State and Zip Code

stanfordwilliamson@gmail.com

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

For further information concerning this matter, please call:

Justin M. Savioli

Name of Contact Person

At ( 561 )

910-5700

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

H14000015441 3

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**ARTICLES OF MERGER**

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

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

<u>Name</u>	<u>Jurisdiction</u>	<u>Document Number</u>
Physician Disability Examination Services, Inc.	FL	P10000101081

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

<u>Name</u>	<u>Jurisdiction</u>	<u>Document Number</u>
Dania Beach West Medicine and Rehab, Inc.	FL	P10000101087

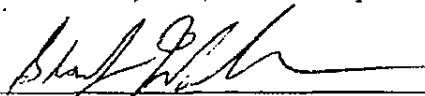
**Third:** The Plan of Merger is attached hereto and details the specific terms of the plan of merger.

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

**Fifth:** The Plan of Merger was adopted by the shareholders of the surviving corporation on January 1, 2014.

**Sixth:** The Plan of Merger was adopted by the shareholders of the merging corporation on January 1, 2014.

**PHYSICIAN DISABILITY EXAMINATION  
SERVICES, INC., a Florida corporation**

By:   
STANFORD WILLIAMSON, Director and  
President

**DANIA BEACH WEST MEDICINE AND  
REHAB, INC., a Florida corporation**

By:   
STANFORD WILLIAMSON, Director and  
President

**PLAN OF MERGER**

The following plan of merger is submitted in compliance with section 607.1101, of the Florida States, and in accordance with the laws of any other applicable jurisdiction of incorporation.

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

<u>Name</u>	<u>Jurisdiction</u>
Physician Disability Examination Services, Inc.	FL

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

<u>Name</u>	<u>Jurisdiction</u>
Dania Beach West Medicine and Rehab, Inc.	FL

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

All of the assets of the merging corporation shall be transferred to the surviving corporation for no consideration. Effective upon filing the Articles of Merger with the Secretary of State of Florida, all property, subsidiaries, rights, privileges, powers and franchises of the merging corporation shall vest in the surviving corporation, and all liabilities and obligations of the merging corporation shall become liabilities and obligations of the surviving corporation, including, the obligation and liability for the payment of all fees and franchise taxes, if any.

The separate existence of the merging corporation shall cease and the surviving corporation shall thereafter continue to be governed by the laws of the state of Florida. The identity of the shareholders, directors and officers of the surviving corporation will not be affected by the merger. The articles of incorporation of the surviving corporation shall not be affected by the merger.

**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:

The sole shareholder of the merging corporation is also the sole shareholder of the surviving corporation. The shareholder's interests in the merging corporation shall be canceled and no longer be issued or outstanding, and the shareholder's interests in the surviving corporation shall continue. The shares in the merging corporation are being cancelled because the merging corporation and the surviving corporation are both wholly owned by the same shareholder.