

P11000024376

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐

PICK-UP

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WAIT

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MAIL

(Business Entity Name)

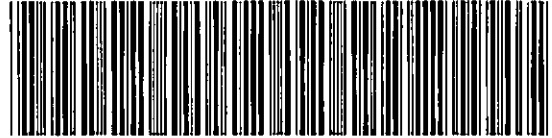
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2020 MAY 8 8:37

C. GOLDEN

MAY - 8 2020

COVER LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: Primetime Risk Solutions Inc.

Name of Surviving Entity

The enclosed Articles of Merger and fee are submitted for filing.

Please return all correspondence concerning this matter to following:

Trevor K. Brewer

Contact Person

BrewerLong PLLC

Firm/Company

620 N Wymore Rd Ste 270

Address

Maitland, FL 32751

City/State and Zip Code

tbrewer@brewerlong.com

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

For further information concerning this matter, please call:

Trevor Brewer

Name of Contact Person

At (**407**) **660-2964**

Area Code & Daytime Telephone Number

☐ Certified copy (optional) \$8.75 (Please send an additional copy of your document if a certified copy is requested)

Mailing Address:

Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street Address:

Amendment Section
Division of Corporations
The Centre of Tallahassee
2415 N. Monroe Street, Suite 810
Tallahassee, FL 32303

IMPORTANT NOTICE: Pursuant to s.607.1622(8), F.S., each party to the merger must be active and current in filing its annual report through December 31 of the calendar year which this articles of merger are being submitted to the Department of State for filing.

Brewer Long

BUSINESS LAW

April 24, 2020

Via FedEx

Ms. Clarethia Golden
Amendment Section
Division of Corporations
The Centre of Tallahassee
2415 N Monroe St, Suite 810
Tallahassee, FL 32303

Re: Primetime Risk Solutions Inc. | Ref. No. P11000024376

Dear Ms. Golden:

Thank you for speaking with me earlier this week concerning the merger filings for Primetime Risk Solutions Inc. (Ref. No. P11000024376) and Axel Works LLC (Ref No. L19000002098). As we discussed, the companies intend that (1) Axel Works LLC merges into Primetime Risk Solutions Inc., which is the surviving entity, and (2) Primetime Risk Solutions Inc.'s name is changed to Axel Works Inc.

We have addressed the requirements described in your letters dated April 8, 2020, copies of which are enclosed. In particular, the 2020 annual reports for both companies have been filed.

To aid your processing these filings in the proper order (merger then name change), the enclosures are clipped together in two separate packets, as follows:

Packet #1 – Merger. This packet includes the following:

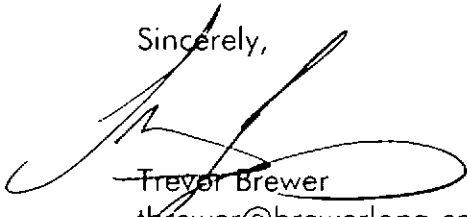
1. Your letter dated April 8, 2020 related to the merger filing.
2. Articles of Merger for Florida Corporation as Surviving Entity.
3. Check No. 3169 in the amount of \$10, as the balance for the merger filing fee.
4. Originally filed Articles of Merger for Florida LLC.

Packet #2 – Name Change. This packet includes the following:

1. Your letter dated April 8, 2020 related to the name change filing.
2. Articles of Amendment for Primetime Risk Solutions Inc.
3. Check No. 3168 in the amount of \$35 for the amendment filing fee.

Thank you again for your assistance. Please advise if you need any additional information.

Sincerely,



Trevor Brewer
tbrewer@brewerlong.com

Encls.



FLORIDA DEPARTMENT OF STATE
Division of Corporations

April 8, 2020

TREVOR K. BREWER, ESQUIRE
620 N WYMORE ROAD
SUITE 270
MAITLAND, FL 32751

SUBJECT: PRIMETIME RISK SOLUTIONS INC.
Ref. Number: P11000024376

We have received your document and check(s) totaling \$60.00. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

There is a balance due of \$10.00. Refer to the attached fee schedule for a breakdown of the fees. Please return a copy of this letter to ensure your money is properly credited.

The application/form submitted does not meet the requirements of this office; please complete the attached application/form.

As a condition of a merger, pursuant to s.607.1622(8), Florida Statutes, each party to the merger must be active and current in filing its annual reports with the Department of State through December 31 of the calendar year in which the articles of merger are submitted for filing.

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.

Claretha Golden
Regulatory Specialist II

Letter Number: 420A00007528

ARTICLES OF MERGER

2020-05-15 AM 8:37

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 entity:

<u>Name</u>	<u>Jurisdiction</u>	<u>Entity Type</u>	<u>Document Number</u> (If known/ applicable)
<u>Primetime Risk Solutions Inc.</u>	<u>FL</u>	<u>Corp</u>	<u>P11000024376</u>

SECOND: The name and jurisdiction of each merging eligible entity:

<u>Name</u>	<u>Jurisdiction</u>	<u>Entity Type</u>	<u>Document Number</u> (If known/ applicable)
<u>Axel Works LLC</u>	<u>FL</u>	<u>LLC</u>	<u>L19000002098</u>
<u> </u>	<u> </u>	<u> </u>	<u> </u>
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THIRD: The merger was approved by each domestic merging corporation in accordance with s.607.1101(1)(b), F.S., and by the organic law governing the other parties to the merger.

FOURTH: Please check one of the boxes that apply to surviving entity:

- ☐ This entity exists before the merger and is a domestic filing entity.
- ☐ This entity exists before the merger and is not authorized to transact business in Florida.
- ☒ This entity exists before the merger and is a domestic filing entity, and its Articles of Incorporation are being amended as attached.
- ☐ This entity is created by the merger and is a domestic corporation, and the Articles of Incorporation are attached.
- ☐ This entity is a domestic eligible entity and is not a domestic corporation and is being amended in connection with this merger as attached.
- ☐ This entity is a domestic eligible entity being created as a result of the merger. The public organic record of the survivor is attached.
- ☐ This entity is created by the merger and is a domestic limited liability limited partnership or a domestic limited liability partnership, its statement of qualification is attached.

FIFTH: Please check one of the boxes that apply to domestic corporations:

- ☒ The plan of merger was approved by the shareholders and each separate voting group as required.
- ☐ The plan of merger did not require approval by the shareholders.

SIXTH: Please check box below if applicable to foreign corporations

- ☐ The participation of the foreign corporation was duly authorized in accordance with the corporation's organic laws.

SEVENTH: Please check box below if applicable to domestic or foreign non corporation(s).



- ☒ Participation of the domestic or foreign non corporation(s) was duly authorized in accordance with each of such eligible entity's organic law.

EIGHTH: If other than the date of filing, the delayed effective date of the merger, which cannot be prior to nor more than 90 days after the date this document is filed by the Florida Department of State:

April 1, 2020

Note: If the date inserted in this block does not meet the applicable statutory filing requirements, this date will not be listed as the document's effective date on the Department of State's records.

NINTH: Signature(s) for Each Party:

Name of Entity/Organization:	Signature(s):	Typed or Printed Name of Individual:
Primetime Risk Solutions Inc.		Christopher Hayne
Axel Works LLC		Richard Hayne, Jr.

Corporations:	Chairman, Vice Chairman, President or Officer (If no directors selected, signature of incorporator.)
General partnerships:	Signature of a general partner or authorized person
Florida Limited Partnerships:	Signatures of all general partners
Non-Florida Limited Partnerships:	Signature of a general partner
Limited Liability Companies:	Signature of an authorized person