

P11000048397

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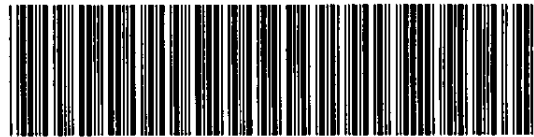
(Business Entity Name)

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FEB 22 2017  
FALLS CHURCH, VA

2017 FEB 22 AM 9:05

FILED

*Merger*

FEB 24 2017

I ALBRITTON

COVER LETTER

TO: Amendment Section  
Division of Corporations

SUBJECT: Sourcing Interests Group, 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:

Amy Shuster  
Contact Person

Sourcing Interests Group, Inc  
Firm/Company

6 N 2<sup>nd</sup> Street, Suite 202  
Address

Fernandina Beach, FL 32034  
City/State and Zip Code

ashuster@sig.org  
E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Amy Shuster At ( 904 ) 429-1581  
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



FLORIDA DEPARTMENT OF STATE  
Division of Corporations

February 9, 2017

AMY SHUSTER  
SOURCING INTERESTS GROUP, INC.  
6 N 2ND STREET - STE. 202  
FERNANDINA BEACH, FL 32034

SUBJECT: SOURCING INTERESTS GROUP, INC.  
Ref. Number: P11000048397

We have received your document for SOURCING INTERESTS GROUP, INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The articles of merger must contain the provisions of the plan of merger or the plan of merger must be attached.

The fee to file articles of merger or articles of share exchange is \$35 per party to the merger or share exchange. Certified copies are optional and are \$8.75 for the first 8 pages of the document, and \$1 for each additional page, not to exceed \$52.50.

There is a balance due of \$35.00.

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.

Irene Albritton  
Regulatory Specialist II

Letter Number: 517A00002615

17 FEB 22 AM 10:33  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

**ARTICLES OF MERGER**  
(Profit Corporations)

FILED  
2017 FEB 22 AM 9:05  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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)
<u>Sourcing Interests Group</u>	<u>Florida</u>	<u>P11000048397</u>

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

<u>Name</u>	<u>Jurisdiction</u>	<u>Document Number</u> (If known/ applicable)
<u>SLG University, Inc</u>	<u>Florida</u>	<u>P16000013277</u>
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____

**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** 01 / 01 / 17 (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.)

**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.

**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 01 / 01 / 2017.

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 01 / 01 / 2017.

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

SourcingInterests Group

Dawn Tiura

Dawn Tiura, CEO

SG University

Dawn Tiura

Dawn Tiura, CEO

## **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

Sourcing Interests Group, Inc      Florida

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

Name

Jurisdiction

SLG University, Inc      Florida

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

**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:

*(Attach additional sheets if necessary)*

THE FOLLOWING MAY BE SET FORTH IF APPLICABLE:

Amendments to the articles of incorporation of the surviving corporation are indicated below or attached:

OR

Restated articles are attached:

Other provisions relating to the merger are as follows:

## **PLAN OF MERGER**

This PLAN OF MERGER is dated January 1, 2017, by SIG University, Inc., a Florida corporation with and into Sourcing Interests Group, Inc., a Florida corporation.

### **STIPULATIONS**

- A. SIG University, Inc., is a corporation duly organized and existing under the laws of the State of Florida (hereinafter referred to as "SIGU".)
- B. SOURCING INTERESTS GROUP, Inc. is a corporation duly organized and existing under the laws of the State of Florida (hereinafter referred to as "SIG".)
- C. The Board of Directors and Shareholders of SIGU and the Board of Directors and Shareholders of SIG deem it desirable and in the best business interests of the corporations that SIGU be merged with and into SIG, pursuant to the provisions of Sections 607.1101 et. Seq. of the Florida Business Corporation Act.

In consideration of the mutual covenants, and subject to the terms and conditions set forth below, SIGU and SIG agree as follows:

- 1. **Merger.** SIGU shall merge with and into SIG. SIG shall be the surviving corporation.
- 2. **Terms and Conditions.** ON the effective date of the merger, the separate existence of SIGU shall cease, and SIG as the surviving corporation, shall succeed to all the rights, privileges, immunities, and franchises, and all the property, real, personal, and mixed, of SIGU without the necessity for any separate transfer. SIG as the surviving corporation shall then be responsible and liable for all liabilities and obligations of SIGU and neither the rights of creditors nor any liens on the property of the absorbed corporation shall be impaired by the merger.
- 3. **Conversion of Shares.** The manner and basis of converting the shares of stock of the absorbed SIGU into shares of the surviving SIG is as follows:
  - a. On the effective date of the merger, each outstanding share of SIGU common stock shall cease to be outstanding and cancelled, and no payment shall be made nor consideration paid with respect thereto.



- b. Each issued and outstanding share of SIG common stock shall remain issued and outstanding after the effective date of the merger, and the merger shall have no effect on any shares of SIG common stock that are issued and outstanding.
4. **Changes in Articles of Incorporation.** The articles of incorporation of the surviving SIG shall continue to be its articles of incorporation following the effective date of the merger.
  5. **Changes in Bylaws.** The Bylaws of the surviving SIG shall continue to be its bylaws following the effective date of the merger.
  6. **Directors and Officers.** The directors and officers of the surviving SIG shall continue to be the directors and officers of the surviving SIG for the full unexpired terms of their office and until their successors have been elected or appointed and qualified following the effective date of the merger.
  7. **Prohibited Transactions.** Neither SIGU or SIG shall, prior to the effective date of the merger, engage in any activity or transaction other than in the ordinary course of business, except that the business entities may take all action necessary or appropriate under the laws of the State of Florida to consummate this merger.
  8. **Approval by shareholders.** This Plan of Merger shall be submitted for the approval of the Shareholders of SIGU and the Shareholders of SIG in the manner provided by the applicable laws of the State of Florida.
  9. **Effective Date of Merger.** The effective date of this merger shall be January 1, 2017.
  10. **Abandonment of Merger.** This Plan of Merger may be abandoned by action of the Board of Directors of SIGU, or the Board of Directors of SIG at any time prior to the effective date of the merger.
  11. **Execution of Agreement.** This plan of merger may be executed in any number of counterparts, and each counterpart shall constitute an original instrument.

IN WITNESS WHEREOF, the parties hereto have caused this Plan of Merger to be executed in their respective names by their duly authorized officers on the 30 day of Dec, 2016,

SIG UNIVERSITY, INC  
a Florida corporation

By: Dawn Tiura

Dawn Tiura

SOURCING INTERESTS GROUP, INC  
a Florida corporation

By: Dawn Tiura

Dawn Tiura