

7/1/2013 11:03:27 From: To: (850) 617-6380 (1/8)

Division of Corporations

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Florida Department of State
Division of Corporations
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PLEASE GIVE ORIGINAL SUBMISSION
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MERGER OR SHARE EXCHANGE
SALEEN AUTOMOTIVE, INC.

Certificate of Status	0
Certified Copy	1
Page Count	07
Estimated Charge	\$78.75

13 JUN 26 PM 2:20

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SECRETARY OF STATE
DIVISION OF CORPORATIONS

JUL - 1 2013

T. BROWN

6/26/2013 3:28 PM



June 27, 2013

FLORIDA DEPARTMENT OF STATE
Division of Corporations

SALEEN AUTOMOTIVE, INC.
130 BOMAR COURT
SUITE 180
LONGWOOD, FL 32750

SUBJECT: SALEEN AUTOMOTIVE, INC.
REF: P11000065963

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We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The registered agent must sign accepting the designation.

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.

Teresa Brown
Regulatory Specialist II

FAX Aud. #: H13000145537
Letter Number: 213A00016095

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FLORIDA DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

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**ARTICLES OF MERGER OF
SALEEN FLORIDA MERGER CORPORATION
(a Florida corporation)**

WITH AND INTO

**SALEEN AUTOMOTIVE, INC.
(a Florida corporation)**

June 26, 2013

Pursuant to the provisions of Section 607.1105 of the Florida Statutes (the "*Florida Statutes*"), Saleen Automotive, Inc., a Florida corporation (the "*Surviving Corporation*"), and Saleen Florida Merger Corporation, a Florida corporation (the "*Merging Corporation*"), hereby execute and adopt the following Articles of Merger and certify as follows:

1. Surviving Corporation and Merging Corporation are parties to a Plan of Merger which is attached hereto as Exhibit A.
2. The Plan of Merger was adopted by the shareholders of Merging Corporation on May 21, 2013.
3. The Plan of Merger was adopted by the shareholders of Surviving Corporation on June 6, 2013.
4. The effective date of the Merger shall be the date of filing of these Articles of Merger.

[Signature Page Follows]

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DIVISION OF CORPORATIONS
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IN WITNESS WHEREOF, the parties have caused this Articles of Merger to be executed as of the date first above written.

SALEEN AUTOMOTIVE, INC.
a Florida corporation fka Saleen Electric, Inc.

By: 
Steve Saleen, Chief Executive Officer

SALEEN FLORIDA MERGER CORPORATION
a Florida corporation

By: _____
Eric Stoppenhagen, President

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IN WITNESS WHEREOF, the parties have caused this Articles of Merger to be executed
as of the date first above written.

SALEEN AUTOMOTIVE, INC.
a Florida corporation fka Saleen Electric, Inc.

By: _____
Steve Saleen, Chief Executive Officer

SALEEN FLORIDA MERGER CORPORATION
a Florida corporation


By: _____
Eric Stoppenhagen, President

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EXHIBIT A

PLAN OF MERGER

The following Plan of Merger between Saleen Florida Merger Corporation, a Florida corporation (hereinafter referred to as "*Merging Corporation*") and Saleen Automotive, Inc., a Florida corporation (hereinafter referred to as "*Surviving Corporation*"), as approved by the Board of Directors of each of said corporations, is submitted in compliance with Section 607.1101 of the Florida Statutes:

- First: Merging Corporation shall be merged into Surviving Corporation (the "*Merger*"), and Surviving Corporation shall be the surviving corporation of the Merger.
- Second: Each outstanding share of Merging Corporation common stock shall be converted into one share of Surviving Corporation common stock.
- Third: Each outstanding share of Surviving Corporation common stock shall be converted into 0.00527674285714286 of a share of the Super Voting Preferred Stock of Saleen Automotive, Inc., a Nevada corporation and the parent corporation of Merging Corporation.
- Fourth: Upon the filing of the Articles of Merger, the Articles of Incorporation of Surviving Corporation shall be amended and restated in its entirety to read as set forth on Annex 1 attached hereto.
- Fifth: The effect of the Merger and the effective date of the Merger are as prescribed by law.

[Annex 1 Follows]

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ANNEX 1

**Amended and Restated Articles of Incorporation of
Saleen Automotive, Inc.**

Article I

The name of the corporation is:
SALEEN AUTOMOTIVE, INC.

Article II

The address of principal place of business of the corporation is:

2735 WARDLOW ROAD
CORONA, CA 92882

The mailing address of the corporation is:

2735 WARDLOW ROAD
CORONA, CA 92882

Article III

The purpose for which this corporation is organized is:
ANY AND ALL LAWFUL BUSINESS.

Article IV

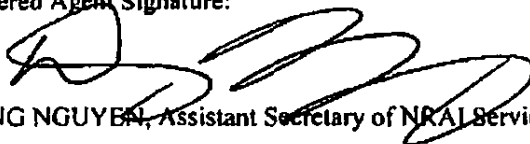
The number of shares the corporation is authorized to issue is:
1,000 shares of Common Stock

Article V

The name and Florida street address of the registered agent is:
NRAI SERVICES, INC.
1200 SOUTH PINE ISLAND ROAD
PLANTATION, FL 33324

I certify that I am familiar with and accept the responsibilities of registered agent.

Registered Agent Signature:



6/26/2013

DANG NGUYEN, Assistant Secretary of NRAI Services, Inc.

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Article VI

The officers and directors of the corporation are:

**Title: PCEO
STEVE SALEEN
2735 WARDLOW ROAD
CORONA, CA 92882**

**Title: CFOTS
ROBERT MIRANDA
2735 WARDLOW ROAD
CORONA, CA 92882**

**Title: D
STEVE SALEEN
2735 WARDLOW ROAD
CORONA, CA 92882**

**Title: D
ROBERT MIRANDA
2735 WARDLOW ROAD
CORONA, CA 92882**

**Title: D
JONATHAN MICHAELS
2735 WARDLOW ROAD
CORONA, CA 92882**