

P11000077425

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

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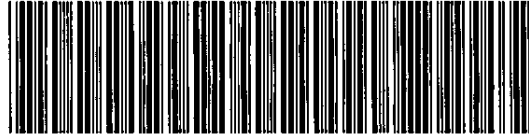
(Business Entity Name)

(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

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DIVISION OF CORPORATIONS  
16 JAN 14 PM 6:15

JAN 19 2016

C McNAIR



OFFICE OF CORPORATE COUNSEL  
4500 Salisbury Road, Suite 305  
Jacksonville, Florida 32216  
Telephone: (888) 301-7720 • Fax: (904) 404-8362

SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
16 JAN 14 PM 6:15

January 11, 2016

**VIA FEDERAL EXPRESS DELIVERY**

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

***Re: Articles of Merger:***

Dear Sir/Madam:

Enclosed please find the following documents:

1. Check in the amount of \$70.00.
2. Cover Letter
3. Articles of Merger
4. Plan of Merger

Should you need anything else. Please do not hesitate to contact me.

Sincerely,

A handwritten signature in black ink, appearing to read 'Desmond Dunbar'.

Desmond Dunbar  
***Corporate Paralegal***

KKC:ddj  
Enclosure

**COVER LETTER**

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
16 JAN 14 PM 6:13

**TO:** Amendment Section  
Division of Corporations

**SUBJECT:** E-Transport 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:

Kim Cook

\_\_\_\_\_  
Contact Person

E-Transport Group, Inc.

\_\_\_\_\_  
Firm/Company

4500 Salisbury Road, Suite 305

\_\_\_\_\_  
Address

Jacksonville, FL 32216

\_\_\_\_\_  
City/State and Zip Code

kim.cook@suntecktransport.net

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

For further information concerning this matter, please call:

Kim Cook

\_\_\_\_\_  
Name of Contact Person

At ( 904 ) 570-3470

\_\_\_\_\_  
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

# **ARTICLES OF MERGER**

(Profit Corporations)

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DIVISION OF CORPORATIONS  
16 JAN 14 PM 6:15

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)
E-Transport Group, Inc.	Florida	P11000077425

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

<u>Name</u>	<u>Jurisdiction</u>	<u>Document Number</u> (If known/ applicable)
American Shippers Dispatch	Florida	P05000092850

**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.)

**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 \_\_\_\_\_.

The Plan of Merger was adopted by the board of directors of the surviving corporation on  
12/10/15 \_\_\_\_\_ 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 \_\_\_\_\_.

The Plan of Merger was adopted by the board of directors of the merging corporation(s) on  
12/10/15 \_\_\_\_\_ and shareholder approval was not required.

(Attach additional sheets if necessary)

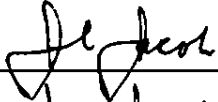
Seventh: SIGNATURES FOR EACH CORPORATION

Name of Corporation

Signature of an Officer or  
Director

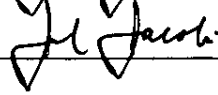
Typed or Printed Name of Individual & Title

American Shippers Dispatch, In-



John Jacobi - CFO

E-Transport Group, Inc.



John Jacobi - CFO

## **PLAN OF MERGER**

of

**AMERICAN SHIPPERS DISPATCH, INC.,**  
*a Florida corporation*

with and into

**E-TRANSPORT GROUP, INC.,**  
*a Florida corporation*

**January 6, 2016**

In accordance with the Florida Business Corporation Act (the "Act"), **AMERICAN SHIPPERS DISPATCH, INC.**, a Florida corporation (the "Merging Corporation"), and **E-TRANSPORT GROUP, INC.**, a Florida corporation (the "Surviving Corporation"), hereby adopt the following Plan of Merger (this "Plan"):

1. Parties. The name and jurisdiction of incorporation of each of the constituent corporations is as follows:

<b>Name</b>	<b>State of Formation</b>	<b>Type of Entity</b>
American Shippers Dispatch, Inc.	Florida	Corporation
E-Transport Group, Inc.	Florida	Corporation

2. Merger. The Merging Corporation shall be merged with and into the Surviving Corporation and the separate existence of the Merging Corporation shall thereupon cease, and the Surviving Corporation shall continue to exist under and be governed by the Act (the "Merger"). The Merger shall become effective at such time as those certain Articles of Merger, in substantially the form attached hereto as Exhibit A, are duly filed with the Florida Department of State (the "Effective Time").

3. Conversion of Shares. Upon the Effective Time (i) each issued and outstanding share of the Merging Corporation shall, by operation of the Merger, convert into an equal number of shares of the Surviving Corporation (the "Merger Consideration") and (ii) the Surviving Corporation shall distribute the Merger Consideration to the members of the Merging Corporation.

4. Requisite Vote. The Merging Corporation is a wholly-owned subsidiary of the Surviving Corporation, and as such, no other shareholders would be entitled to vote on the Merger or to demand appraisal rights.

5. Effect of Merger. As of the Effective Time, the separate existence of the Merging Corporation shall cease, and the Surviving Corporation shall be fully vested with all rights, privileges, immunities, disabilities, and duties, of the Merging Corporation, as more particularly set forth in the Act.

6. Supplemental Action. If, at any time after the Effective Time, the Surviving Corporation shall determine that any further conveyances, agreements, documents, instruments, and assurances or any further action is necessary or desirable to carry out the provisions of this Plan, the appropriate officers of the Surviving Corporation or the Merging Corporation, as the case may be, whether past or remaining in office, shall execute and deliver, upon the request of the Surviving Corporation, any and all such conveyances, agreements, documents, instruments, and assurances and perform all further acts requested by the Surviving Corporation to carry out the provisions of this Plan.

7. Record. A copy of this Plan of Merger will be furnished by the Surviving Corporation on request and without cost, to any member of the Surviving Corporation.

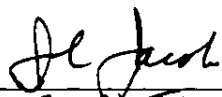
8. Amendment and Termination. This Plan may be amended or terminated as the case may be by written instrument of both parties at any time before the Articles of Merger are filed.

*[Signatures appear on following page]*

**IN WITNESS WHEREOF**, the parties have executed this Plan of Merger of American Shippers Dispatch, Inc. and E-Transport Group, Inc. as of the date first set forth above.

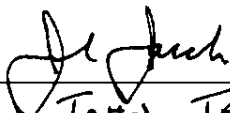
**MERGING CORPORATION:**

**AMERICAN SHIPPERS DISPATCH, INC.**

By:   
Name: JOHN JACOBI  
Title: CEO

**SURVIVING CORPORATION:**

**E-TRANSPORT GROUP, INC.**

By:   
Name: JOHN JACOBI  
Title: CEO