

P11 000 109053

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐

PICK-UP

☐

WAIT

☐

MAIL

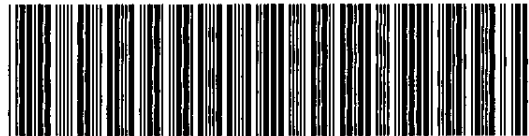
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



300215623403

12/30/11--01010--017 **78.75

FILED
2011 DEC 30 AM 10:08
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

T. CLINE

JAN - 5 2012

EXAMINER

COVER LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: Mark W. Bitz Family II, 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:

Mark W. Bitz
Contact Person

Mark W. Bitz Family II, Inc.
Firm/Company

5949 Amberwood Drive
Address

Naples, FL 34110
City/State and Zip Code

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

For further information concerning this matter, please call:

Mark W. Bitz
Name of Contact Person

At (239) 431-5372
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

FILED
2011 DEC 30 AM 10:08
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF MERGER

**MARK W. BITZ FAMILY II, LLC
INTO
MARK W. BITZ FAMILY II, INC.**

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

First: The name and jurisdiction of the surviving corporation:

Name Jurisdiction
Mark W. Bitz Family II, Inc. ("Bitz, Inc.") Florida

011-109053

Second: The name and jurisdiction of each merging corporation:

Name Jurisdiction
Mark W. Bitz Family II, LLC ("Bitz, LLC") New York

Third: The Plan of Merger is attached.

Fourth: The merger shall become effective on December 31, 2011.

Fifth: Adoption of Merger by surviving corporation –

The Plan of Merger was adopted by the board of directors of the surviving corporation on December 31, 2011.

Sixth: Adoption of Merger by merging corporation –

The Plan of Merger was adopted by the members of Bitz, LLC, on December 31, 2011.

Seventh: SIGNATURES FOR EACH CORPORATION

<u>Name of Corporation</u>	<u>Signature of Officer/Director</u>	<u>Name of Individual & Title</u>
Mark W. Bitz Family II, Inc.	<u>[Signature]</u>	Mark W. Bitz, President
Mark W. Bitz Family II, LLC	<u>[Signature]</u>	Mark W. Bitz, Managing Member

FILED
2011 DEC 30 AM 10:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

PLAN OF MERGER

**MARK W. BITZ FAMILY II, LLC
INTO
MARK W. BITZ FAMILY II, INC.**

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:

<u>Name</u>	<u>Jurisdiction</u>
Mark W. Bitz Family II, Inc. ("Bitz, Inc.")	Florida

Second: The name and jurisdiction of each merging corporation:

<u>Name</u>	<u>Jurisdiction</u>
Mark W. Bitz Family II, LLC ("Bitz, LLC")	New York

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

- a) Bitz, LLC shall provide Bitz, Inc. with a list of, and all title documents to, all of its property, real and personal, tangible and intangible, and every other asset, including any trust funds and rights which it enjoys as a beneficiary of a trust or similar arrangement, and all of its records, all of which property, assets, rights and records shall transfer, by operation of law, and inure to the benefit of Bitz, Inc.
- b) Bitz, Inc. shall undertake all of the liabilities and obligations of Bitz, LLC.
- c) The effective date of the merger is December 31, 2011.

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

FILED
2011 DEC 30 AM 10:08
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

surviving or any other corporation or, in whole or in part, into cash or other property are as follows:

The Membership Interests held by the Bitz, LLC Members shall be converted into the shares of Bitz, Inc. based pro rata on the Members' Membership Interests in Bitz, LLC.

FILED

2011 DEC 30 AM 10:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA