

PI2000037376

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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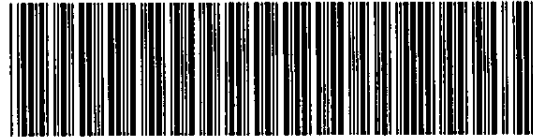
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MAR 14 2016  
R. WHITE

FILED  
16 MAR 10 PM 9:13  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

**COVER LETTER**

**TO:** Amendment Section  
Division of Corporations

**SUBJECT:** COX 3933, 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:

GELEMA JACKSON

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

COX 3933, INC.

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

6482 SW 80TH AVENUE

\_\_\_\_\_  
Address

TRENTON, FLORIDA 32693

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

ZG3933@AOL.COM

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

For further information concerning this matter, please call:

GELEMA JACKSON

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

At ( 352 ) 463-0700

\_\_\_\_\_  
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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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)
COX 3933. INC.	FLORIDA	P12000037376

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

<u>Name</u>	<u>Jurisdiction</u>	<u>Document Number</u> (If known/ applicable)
SOLA-1, INC	FLORIDA	P14000039219

**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 12/23/2015.

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 12/23/2015.

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)*

**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:

**Seventh: SIGNATURES FOR EACH CORPORATION**

**Name of Corporation**

Signature of an Officer or Director

Typed or Printed Name of Individual & Title

COX 3933, INC.

Arnost Z Jackson

**ARNOLD H. JACKSON: VICE PRESIDENT**

**SOLA-1, INC.**

Helen B. Jackson

**GELEMA B. JACKSON : PRESIDENT**

## **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

COX 3933, INC.

FLORIDA

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

Name

Jurisdiction

COX 3933, INC.

FLORIDA

SOLA-1, INC.

FLORIDA

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

1. The names of the corporations being merged are Cox 3933, Inc. and Sola-1, Inc.
2. As a result of the merger, Cox 3933 will be the surviving corporation.
3. As a result of the merger, all of the issued and outstanding common stock of Sola-1 will be redeemed in exchange for 10,000 shares of Cox 3933 \$0.01 par value common stock.
4. The merger will be conditional upon the approval of one hundred percent (100%) of the outstanding shares of Sola-1's and Cox 3933's shareholders.
5. As a result of the merger, the Sola-1 corporate assets and liabilities will be transferred and assumed by Cox 3933 and the separate corporate existence of Sola-1 shall cease.
6. Cox 3933's shall waive any preemptive rights which they may have had to purchase additional shares and consent to the issuance of shares as set forth in this Plan of Merger.
7. The benefits of merging the two corporations will be cost saving.
8. The merger will be a tax-free reorganization pursuant to s 368(a)(1) (A) of

**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)*

If the merger is between the parent and a subsidiary corporation and the parent is not the surviving corporation, a provision for the pro rata issuance of shares of the subsidiary to the holders of the shares of the parent corporation upon surrender of any certificates is as follows:

If applicable, shareholders of the subsidiary corporations, who, except for the applicability of section 607.1104, Florida Statutes, would be entitled to vote and who dissent from the merger pursuant to section 607.1321, Florida Statutes, may be entitled, if they comply with the provisions of chapter 607 regarding appraisal rights of dissenting shareholders, to be paid the fair value of their shares.

Other provisions relating to the merger are as follows: