Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

Electronic Filing Cover Sheet

(((H12000230274 3)))



H120002302743ABCY

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:

Division of Corporations

Fax Number : (850)617-6380

From:

Account Name : COMITER & SINGER, LLP

Account Number : 120000000085

Phone Fax Number : (561)626-4742 : (561)626-4742

Enter the email address for this business entity to be used for future = annual report mailings. Enter only one email address please. ** [...]

Email	Address:	mfrid@comitersinger.com_

MERGER OR SHARE EXCHANGE Turkanis Leatherworks, Inc.

Certificate of Status	0
Certified Copy	1
Page Count	04
Estimated Charge	\$78.75

Electronic Filing Menu

Corporate Filing Menu

Help

https://efile.sunbiz.org/scripts/efilcovr.exe

ComiterSinger

#1378 P. 001/007

| | 9/20/2012 8:19:46 AM PAGE

TANAT

rax berver



September 20, 2012

FLORIDA DEPARTMENT OF STATE Division of Corporations

TURKANIS LEATHERWORKS 7631 NW 33RD STREET

UNIT #6

13

DORAL, FL 33172US

SUBJECT: TURKANIS LEATHERWORKS, INC.

INC.

REF: P12000063641

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 current name of the entity is as referenced above. Please correct your document accordingly.

PLEASE ADD A PERIOD " " TO THE SURVIVOR'S NAME AFTER THE WORD "INC" ON THE FIRST PAGE OF THE ARTICLES OF MERGER.

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.

Darlene Connell Regulatory Specialist II FAX Aud. #: E12000230274 Letter Number: 712A00023569

00

on for your assistance

P.O BOX 6327 - Tallahassee, Florida 32314

H12000230274 3

ARTICLES OF MERGER

(Profit Corporations)

The following articles of mer	ger are submitted in accordance with t	he Florida	Business	Corporation	Act,
pursuant to section 607.1105,	Florida Statutes.			•	

First: The name and jurisdiction of the	surviving corporation:				
Name	Jurisdiction	Document Number (If known/ applicable)			
TURKANIS LEATHERWORKS, INC	- FLORIDA	P12000063641			
Second: The name and jurisdiction of e	ach merging corporation:				
Name	<u>Jurisdiction</u>	Document Number (If known/ applicable)			
LEATHERWORKS, INC.	MAINE	860728D			
		72 73 74			
Third: The Plan of Merger is attached. Fourth: The merger shall become effect Department of State.	tive on the date the Article	es of Merger are filed with the Florida			
	ecific date. NOTE: An effective sys after merger file date.)	e date cannot be prior to the date of filing or more			
Fifth: Adoption of Merger by survivir The Plan of Merger was adopted by the		TE ONLY ONE STATEMENT) ing corporation on AUGUST 31, 2012			
The Plan of Merger was adopted by the and shareho	board of directors of the si lder approval was not requ				
Sixth: Adoption of Merger by merging The Plan of Merger was adopted by the		TE ONLY ONE STATEMENT) ng corporation(s) on AUGUST 31, 2012			
The Plan of Merger was adopted by the board of directors of the merging corporation(s) on and shareholder approval was not required.					

09/20/2012 08:38 5616264742

H12000230274 3

Seventh: SIGNATURES FOR EACH CORPORATION

Name of Corporation	Signature of an Officer or Director	Typed or Printed Name of Individual & Title
Turkanis Leatherworks, Inc.	While Inhone	Michael Turkanis, President & Director
LEATHERWORKS, INC.	Michael Julia	Michael Turkanis, President & Director

H120002302743

AGREEMENT AND PLAN OF MERGER

THIS AGREEMENT AND PLAN OF MERGER, dated this 31st day of August, 2012 (the "Agreement"), is entered into between TURKANIS LEATHERWORKS, INC., a Florida corporation ("Surviving"), and LEATHERWORKS, INC., a Maine corporation ("Merging").

BACKGROUND:

The respective shareholders of Merging and Surviving believe that it is in the best interest of the two corporations for Merging to merge with Surviving for the purpose of continuing the business of Merging in the form of a Florida corporation in accordance with the provisions of this Agreement, the Florida Business Corporation Act and the Maine Business Corporation Act.

AGREEMENT:

NOW, THEREFORE, in consideration of the mutual covenants, terms and conditions set forth below, and intending to be legally bound hereby, the parties confirm the accuracy of the information set forth in the introductory paragraph and the BACKGROUND section above, which are hereby incorporated by reference into this Agreement, and agree as follows:

- 1. MERGER. Merging shall be merged with and into Surviving (the "Merger").
- 2. EFFECTIVE DATE. The Merger shall become effective immediately upon the filing of the Certificate of Merger with the Secretary of State of Florida in accordance with the Florida Business Corporation Act and the filing of the Certificate of Merger with the Secretary of State of Maine in accordance with Maine Business Corporation Act (the "Effective Date").
- 3. SURVIVING CORPORATION. Surviving shall be the surviving corporation of the Merger and shall continue to be governed by the laws of the State of Florida. On the Effective Date, the separate existence of Merging shall cease.
- 4. CONVERSION OF SHARES. The manner and basis of converting the shares of the shareholders of Merging shall be a 1:1 exchange, with each share in Merging being converted to a share in Surviving and each of the shareholders in Merging being admitted as shareholders in Surviving.
- 5. MISCELLANEOUS. The provisions relating to the merger are as follows:
 - A. Changes in Articles of Incorporation. The Articles of Incorporation of Surviving shall continue to be its Articles of Incorporation following the Effective Date of the Merger.
 - B. Officers and Directors. The Officers and Directors of Surviving on the Effective Date of the merger shall continue as the Officers and Directors of Surviving for their full unexpired terms and until their successors have been appointed and qualified.
- 6. AUTHORIZATION. The Officers of the corporation are hereby authorized and directed to do or cause to be done all acts, and to execute and deliver all documents necessary or appropriate to effect the Merger and otherwise carry out the foregoing Plan of Merger.

H12000230274 3

Dated as of the 315 day of August, 2012.

LEATHERWORKS, INC.,

a Maine corporation

By: Michael Turkanis, President and Sole Shareholder

TURKANIS LEATHERWORKS, INC.,

a Florida corporation

Michael Turkanis, President and Sole Shareholder

L:\DOC\$\\\3166\\01\\167886502.D\(X\)