

P12000069214

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

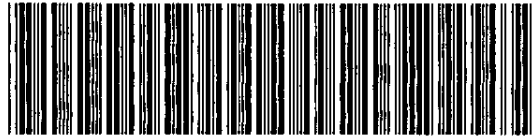
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



600241963906

11/29/12--01019--022 **70.00

12 DEC 26 AM 11:46
FBI

Merge
12/27/12
DC

COVER LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: Insynk-MD
Name of Surviving Corporation

- The enclosed Articles of Merger and fee are submitted for filing.
- Please return all correspondence concerning this matter to following:

Thomas J. Korge, Esq.

Contact Person

Korge & Korge

Firm/Company

230 Palermo Avenue

Address

Coral Gables, Florida 33134

City/State and Zip Code

rgonzalez@korgelaw.com

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

For further information concerning this matter, please call:

Ruth Gonzalez

Name of Contact Person

At (305)

444-9525

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



FLORIDA DEPARTMENT OF STATE
Division of Corporations

December 13, 2012

THOMAS J. KORGE, ESQ.
KORGE & KORGE
230 PALMERO AVENUE
CORAL GABLES, FL 33134

SUBJECT: INSYNK FL, INC.
Ref. Number: P12000069214

We have received your document for INSYNK FL, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

You failed to make the correction(s) requested in our previous letter.

The Plan of Merger still list INSYNK, FL, INC. as the surviving corporation.

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.

Irene Albritton
Regulatory Specialist II

Letter Number: 312A00029503



FLORIDA DEPARTMENT OF STATE
Division of Corporations

November 30, 2012

THOMAS J. KORGE, ESQ.
KORGE & KORGE
230 PALMERO AVENUE
CORAL GABLES, FL 33134

SUBJECT: INSYNK FL, INC.
Ref. Number: P12000069214

We have received your document for INSYNK FL, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

You have INSYNK-MD INC listed as the merging corporation in the PLAN OF MERGER but as the surviving corporation in the ARTICLES OF MERGER and we have NO record of INSYNK-MD INC as an active corporation on record.

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.

Irene Albritton
Regulatory Specialist II

Letter Number: 712A00028535

**ARTICLES OF MERGER
INSYNK FL, INC.**

**ARTICLE I
PLAN OF MERGER**

Insynk, Inc., a Maryland corporation ("Insynk-MD"), is hereby merged into Insynk FL, Inc., a Florida corporation ("Insynk-FL") (Insynk-MD and Insynk-FL are collectively referred to as the "Merging Parties") pursuant to the following plan of merger (the "Plan of Merger"):

A. Parties to the Merger. Insynk-MD is a corporation organized and existing under the laws of the State of Maryland since November 5, 2002. Insynk-FL is a corporation organized and existing under chapter 607 of the Florida Statutes since August 10, 2012. Insynk-FL (hereinafter sometimes referred to as the "Surviving Entity") is designated as the surviving entity within the meaning of Florida Statutes, Sections 607.1108(3)(a).

B. Terms and Conditions of the Merger. As of the Effective Date (as defined herein), all assets and liabilities of Insynk-MD are transferred over to and assumed by Insynk-FL as the Surviving Entity and Insynk-MD shall cease to exist and/or operate as a separate corporation. No further deeds, bills of sale, or other instruments of conveyance, satisfactions, releases, or assumption or indemnity agreements shall be required in connection with the merger. Notwithstanding the foregoing, each of the Merging Parties and their shareholders, and their respective successors or assigns, will execute and deliver or otherwise to provide any further instruments that may be required or helpful now or in the future to effectuate this Plan of Merger.

C. Conversion of Interests in Surviving Entity. As of the Effective Date, for each share (or fraction of a share) of common stock in Insynk-MD and Insynk-FL, respectively, the holders of the common stock of Insynk-MD and the holders of the common stock of Insynk-FL will each receive on a pro rata basis one-half share (or one-half of a fraction of a share) of common stock of the Surviving Entity.

D. Additional Statements Required Under Maryland Law. Each party to these articles of merger agrees to the merger. Insynk-FL was incorporated under chapter 607 of the Florida Statutes on August 10, 2012. The principal place of business and registered office of Insynk-FL is 2005 Coconut Drive, Fort Pierce, Florida 34949, and the registered agent of Insynk-FL is Stanley Synkoski. The terms and conditions of the transaction set forth in these articles of merger were unanimously approved by the shareholders and directors of Insynk-FL and Insynk-MD. Insynk-FL is authorized to issue five thousand (5,000) shares of common stock with a par value of one dollar and no cents (\$1.00) each, having an aggregate par value of Five Thousand Dollars and No Cents (\$5,000). Insynk-MD is authorized to issue five thousand (5,000) shares of common stock with a par value of one dollar and no cents (\$1.00) each, having an aggregate par value of Five Thousand Dollars and No Cents (\$5,000).

12 DEC 26 AM 11:46
11/27/12 11:46 AM
11/27/12 11:46 AM

**ARTICLE II
APPROVALS**

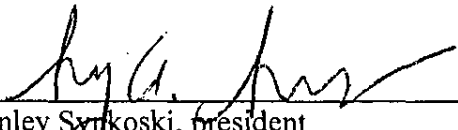
The Plan of Merger has been approved by the shareholder^s and director^s of Insynk-MD in accordance with the law of the State of Maryland and by the shareholder^s and director^s of Insynk-FL in accordance with the applicable provisions of chapter 607 of the Florida Statutes.

**ARTICLE III
EFFECTIVE DATE**

This certificate of merger shall be effective on the date that this certificate of merger is filed with the Florida Secretary of State (the "Effective Date").

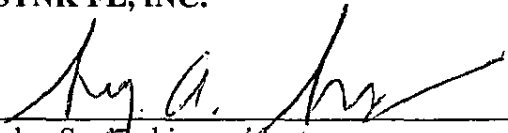
IN WITNESS WHEREOF, the undersigned, constituting all of the Merging Parties, do hereby execute this certificate of merger as of the Effective Date.

INSYNK, INC.



Stanley Syrkoski, president

INSYNK FL, INC.



Stanley Syrkoski, president