

P120000077281

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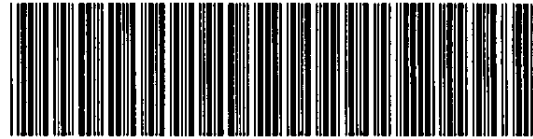
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SECRETARY OF STATE
DIVISION OF CORPORATIONS
16 NOV 28 AM 9:10

NOV 30 2016

C McNAIR

COVER LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: SUNSHINE TERMINAL XV CORP.
Name of Surviving Corporation

16 NOV 28 AM 9:10
DIVISION OF CORPORATIONS
SECRETARY OF STATE

The enclosed Articles of Merger and fee are submitted for filing.

Please return all correspondence concerning this matter to following:

MARC NAPOLITANO

Contact Person

SUNSHINE TERMINAL XV CORP

Firm/Company

1521 NW. 165TH STREET

Address

MIAMI GARDENS FL 33149

City/State and Zip Code

MANAPOLITANO@CCIM.NET

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

For further information concerning this matter, please call:

MARC NAPOLITANO

Name of Contact Person

At (305) 620 6929

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 NOV 28 AM 9:10

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)
SUNSHINE TERMINAL XV, INC	FLORIDA	P12000077281

Second: The name and jurisdiction of each merging corporation:

<u>Name</u>	<u>Jurisdiction</u>	<u>Document Number</u> (If known/ applicable)
FIRST FUND SHARE, INC	FLORIDA	357837

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 10/28/16.

The Plan of Merger was adopted by the board of directors of the surviving corporation on 10/28/16 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 10/28/16.

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)

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: *N.A.*

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: *NONE*

THE FOLLOWING MAY BE SET FORTH IF APPLICABLE:

Amendments to the articles of incorporation of the surviving corporation are indicated below or attached:

N.A.

OR

Restated articles are attached: *N.A.*

Other provisions relating to the merger are as follows: *N.A.*

Seventh: SIGNATURES FOR EACH CORPORATION

Name of Corporation

Signature of an Officer or Director

Typed or Printed Name of Individual & Title

SUNSHINE TERMINAL XV INC

Director

MARL A. NABUTANO, PRESIDENT

FIRST FUND SHARES INC

John W. H. H.

ANGELO NAPOLITANO, PRESIDENT

FIRST FUND STORES INC

Chen Chen

MARL A. NAPOLITANO, VP-SEC

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

SUNSHINE TERMINAL XV INC

FLORIDA

Second: The name and jurisdiction of each merging corporation:

Name

Jurisdiction

FIRST FUND SHARES, INC

FLORIDA

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

SUNSHINE TERMINAL XV INC. SHALL ACQUIRE ALL OF THE ASSETS
OF FIRST FUND SHARES, INC. AS OF THIS DATE, BY MEMBER.

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: REISSUE ALL STOCK SHARES TO ANGELO NAPOLITANO

(Attach additional sheets if necessary)