

P12000104228

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP     WAIT     MAIL

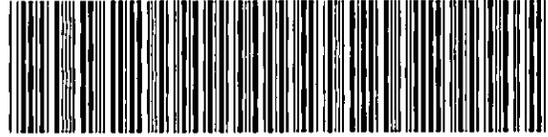
(Business Entity Name)

(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

Special Instructions to Filing Officer:

Office Use Only



500319891845

500319891845  
10/19/18--01002--017 \*\*70.00

RECEIVED  
DEPARTMENT OF STATE  
18 OCT 19 AM 11:28

OCT 22 2018  
S. YOUNG

18 OCT 19 AM 10:20  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FILED

**SUNSHINE CORPORATE FILING OF FLORIDA INC.**

*3458 Lakeshore Drive, Tallahassee, Florida 32312*

(850) 656-4724

DATE 10/19/2018

**\*\*WALK IN\*\***

ENTITY NAME PHYSICAL HEALTHCARE OF JACKSONVILLE, INC.

DOCUMENT NUMBER \_\_\_\_\_

**\*\*PLEASE FILE THE ATTACHED AND RETURN\*\***

XXX

*Plain Copy*

*Certified Copy*

*Certificate of Status*

**\*\*PLEASE OBTAIN THE FOLLOWING FOR THE ABOVE ENTITY\*\***

*Certified Copy of Arts & Amendments*

*Certificate of Good Standing*

**\*\*APOSTILLE' / NOTARIAL CERTIFICATION\*\***

COUNTRY OF DESTINATION \_\_\_\_\_

NUMBER OF CERTIFICATES REQUESTED \_\_\_\_\_

TOTAL OWED \$70.00

CHECK # 5363

*Please call Tina at the above number for any issues or concerns. Thank you so much!*

# ARTICLES OF MERGER

(Profit Corporations)

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)
Physical Healthcare of Jacksonville, Inc.	Florida	P12000104228

18 OCT 19 AM 10:20  
 SECRETARY OF STATE  
 TALLAHASSEE, FLORIDA  
 FILED

Second: The name and jurisdiction of each merging corporation:

<u>Name</u>	<u>Jurisdiction</u>	<u>Document Number</u> (If known/ applicable)
Mark Pierce Chiropractic Clinic, PA	Florida	P00000025071

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 \_\_\_\_\_

The Plan of Merger was adopted by the board of directors of the surviving corporation on October 16, 2018 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 \_\_\_\_\_

The Plan of Merger was adopted by the board of directors of the merging corporation(s) on October 12, 2018 and shareholder approval was not required.

*(Attach additional sheets if necessary)*



**PLAN OF MERGER**  
**OF**  
**MARK PIERCE CHIROPRACTIC CLINIC, P.A.**  
 (a Florida professional association)  
**WITH AND INTO**  
**PHYSICAL HEALTHCARE OF JACKSONVILLE, INC**  
 (a Florida corporation)

This Plan of Merger provides for the merger of Mark Pierce Chiropractic Clinic, P.A., a Florida professional association ("Parent"), the merging corporation, with and into Physical Healthcare of Jacksonville, Inc, a Florida corporation ("Subsidiary"), the surviving corporation. The merger shall be accomplished in the manner stated in this Plan of Merger.

1. The certificate of incorporation of Parent was filed by the Secretary of State of the State of Florida on March 10, 2000.

2. The certificate of incorporation of Subsidiary was filed by the Secretary of State of the State of Florida on December 28, 2012.

3. The Board of Directors of Parent and the Board of Directors of Subsidiary have adopted the following Plan of Merger:

FIRST: Parent owns, as of the effective date of this Plan of Merger, all of the issued and outstanding shares of the capital stock of Subsidiary. Mark Pierce, D.C. ("Pierce") owns, as of the effective date of this Plan of Merger, all of the issued and outstanding shares of the capital stock of Parent

SECOND: The designation and number of outstanding shares of each class of capital stock of the Subsidiary as of the effective date of this Plan of Merger is as follows:

<u>Designation</u>	<u>Number of Shares Outstanding</u>
common stock, no par value	1,000

THIRD: The designation and number of outstanding shares of each class of capital stock of the Parent as of the effective date of this Plan of Merger is as follows:

<u>Designation</u>	<u>Number of Shares Outstanding</u>
common stock, no par value	1,000

FOURTH: The Parent shall be merged with and into Subsidiary, and Subsidiary shall be the surviving corporation (the "Surviving Corporation").

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

(a) All of the issued and outstanding shares of common stock of Subsidiary, no par value, held by Parent shall automatically be canceled and retired and shall cease to exist. No cash or other consideration shall be paid or delivered for the shares of common stock of Subsidiary, no par value, held by Parent, and the certificate(s) for such shares shall be surrendered and canceled.

(b) The holders of the common stock of Parent, no par value per share, upon surrender of any certificates therefor, shall receive one (1) share of the common stock of the Surviving Corporation, no par value, for each one (1) share of common stock of the Parent.