

To:

Page: 0 of 12

2022-07-13 20:02:44 GMT

(17,685,154)

From: Eisenberg Lehman

7/12/22, 8:23 AM

Division of Corporations

Florida Department of State  
Division of Corporations  
Electronic Filing Cover Sheet

**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.

((H22000236309 3))



H220002363093ABC.

**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 : EISENBERG LEHMAN, PLLC  
Account Number : I20220000059  
Phone : (786)789-9323  
Fax Number : (786)999-0920

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

Email Address: \_\_\_\_\_

2022 JUL 13 PM 4:29  
DIVISION OF CORPORATIONS  
ELECTRONIC FILING

**MERGER OR SHARE EXCHANGE  
SANDBAR SNACKS INC.**

Certificate of Status	0
Certified Copy	0
Page Count	01
Estimated Charge	\$70.00

2022 JUL 13 PM 12:34

Electronic Filing Menu

Corporate Filing Menu

Help

ef 7/13/2022

DocuSign Envelope ID: BF708C15-AFF9-47B4-96C8-44D55C79E736

(((H22000236309 3)))

**COVER LETTER**

**TO:** Amendment Section  
Division of Corporations

**SUBJECT: SANDBAR SNACKS INC.**

Name of Surviving Entity

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

Please return all correspondence concerning this matter to following:

**SCOTT D. LEHMAN**

Contact Person

**EISENBERG LEHMAN, PLLC**

Firm/Company

**121 ALHAMBRA PLAZA, SUITE 1500**

Address

**CORAL GABLES, FL 33134**

City/State and Zip Code

**SLEHMAN@EISENBERGLEHMAN.COM**

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

For further information concerning this matter, please call:

**SCOTT LEHMAN**

Name of Contact Person

At ( **786** ) **709-9323**

Area Code &amp; Daytime Telephone Number

☐ Certified copy (optional) \$8.75 (Please send an additional copy of your document if a certified copy is requested)

**Mailing Address:**

Amendment Section  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

**Street Address:**

Amendment Section  
Division of Corporations  
The Centre of Tallahassee  
2415 N. Monroe Street, Suite 810  
Tallahassee, FL 32303

**IMPORTANT NOTICE:** Pursuant to s.607.1622(8), F.S., each party to the merger must be active and current in filing its annual report through December 31 of the calendar year which this articles of merger are being submitted to the Department of State for filing.

DocuSign Envelope ID: BF708C15-AFF9-4784-96C8-44D55C79E736

(((H22000236300 3)))

**ARTICLES OF MERGER**

2022 JUL 13 PM 12:34

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** entity:

<u>Name</u>	<u>Jurisdiction</u>	<u>Entity Type</u>	<u>Document Number</u> (If known/ applicable)
<u>DIMARIA FRANK PROPERTIES INC.</u>	<u>FL</u>	<u>FLORIDA CORPORATION</u>	<u>P13000055578</u>

**SECOND:** The name and jurisdiction of each **merging** eligible entity:

<u>Name</u>	<u>Jurisdiction</u>	<u>Entity Type</u>	<u>Document Number</u> (If known/ applicable)
<u>SANDBAR SNACKS INC.</u>	<u>FL</u>	<u>FLORIDA CORPORATION</u>	<u>P21000083489</u>
<u> </u>	<u> </u>	<u> </u>	<u> </u>
<u> </u>	<u> </u>	<u> </u>	<u> </u>
<u> </u>	<u> </u>	<u> </u>	<u> </u>
<u> </u>	<u> </u>	<u> </u>	<u> </u>

**THIRD:** The merger was approved by each domestic merging corporation in accordance with s.607.1101(1)(b), F.S., and by the organic law governing the other parties to the merger.

DocuSign Envelope ID: BF708C15-AFF9-4784-96C8-44D55C79E736

(((H22000236309 3)))

**FOURTH:** Please check one of the boxes that apply to surviving entity:

- ☐ This entity exists before the merger and is a domestic filing entity.
- ☐ This entity exists before the merger and is not authorized to transact business in Florida.
- ☒ This entity exists before the merger and is a domestic filing entity, and its Articles of Incorporation are being amended as attached.
- ☐ This entity is created by the merger and is a domestic corporation, and the Articles of Incorporation are attached.
- ☐ This entity is a domestic eligible entity and is not a domestic corporation and is being amended in connection with this merger as attached.
- ☐ This entity is a domestic eligible entity being created as a result of the merger. The public organic record of the survivor is attached.
- ☐ This entity is created by the merger and is a domestic limited liability limited partnership or a domestic limited liability partnership, its statement of qualification is attached.

**FIFTH:** Please check one of the boxes that apply to domestic corporations:

- ☒ The plan of merger was approved by the shareholders and each separate voting group as required.
- ☐ The plan of merger did not require approval by the shareholders.

**SIXTH:** Please check box below if applicable to foreign corporations

- ☐ The participation of the foreign corporation was duly authorized in accordance with the corporation's organic laws.

**SEVENTH:** Please check box below if applicable to domestic or foreign non corporation(s).

- ☐ Participation of the domestic or foreign non corporation(s) was duly authorized in accordance with each of such eligible entity's organic law.

DocuSign Envelope ID: BF708C15-AFF9-4784-86C8-44D55C79E736

(((H22000236309 3)))

**EIGHTH:** If other than the date of filing, the delayed effective date of the merger, which cannot be prior to nor more than 90 days after the date this document is filed by the Florida Department of State:

**JULY 12, 2022**

**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.

**NINTH:** Signature(s) for Each Party:

Name of Entity/Organization:

Signature(s):

Typed or Printed  
Name of Individual:

DIMARIA FRANK PROPERTIES INC.

DocuSigned by  
Maria Ciaramitaro

MARIA CIARAMITARO

SANDBAR SNACKS INC.

DocuSigned by  
Maria Ciaramitaro

MARIA CIARAMITARO

Corporations:

Chairman, Vice Chairman, President or Officer  
(If no directors selected, signature of incorporator.)

General partnerships:

Signature of a general partner or authorized person

Florida Limited Partnerships:

Signatures of all general partners

Non-Florida Limited Partnerships:

Signature of a general partner

Limited Liability Companies:

Signature of an authorized person

DocuSign Envelope ID: BF708C15-AFF9-4784-96C8-44D55C79E736

(((H22000236309 3)))

**COVER LETTER**TO: Amendment Section  
Division of CorporationsNAME OF CORPORATION: DIMARIA FRANK PROPERTIES INC.DOCUMENT NUMBER: P13000055578The enclosed *Articles of Amendment* and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

SCOTT D. LEHMAN, ESQ.

Name of Contact Person

EISENBERG LEHMAN, PLLC

Firm/ Company

121 ALHAMBRA PLAZA, SUITE 1500

Address

CORAL GABLES, FL 33134

City/ State and Zip Code

SLEHMAN@EISENBERGLEHMAN.COM

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

For further information concerning this matter, please call:

SCOTT D. LEHMAN, ESQ.at ( 786 )709-9323

Name of Contact Person

Area Code &amp; Daytime Telephone Number

Enclosed is a check for the following amount made payable to the Florida Department of State:

☒ \$35 Filing Fee☐ \$43.75 Filing Fee &  
Certificate of Status☐ \$43.75 Filing Fee &  
Certified Copy  
(Additional copy is  
enclosed)☐ \$52.50 Filing Fee  
Certificate of Status  
Certified Copy  
(Additional Copy  
is enclosed)**Mailing Address**Amendment Section  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314**Street Address**Amendment Section  
Division of Corporations  
The Centre of Tallahassee  
2415 N. Monroe Street, Suite 810  
Tallahassee, FL 32303

DocuSign Envelope ID: BF708C15-AFF9-4784-96C8-44D55C79E736

(((H22000236309 3)))  
**Articles of Amendment**  
 to  
**Articles of Incorporation**  
 of

DIMARIA FRANK PROPERTIES INC.

(Name of Corporation as currently filed with the Florida Dept. of State)

P13000055578

(Document Number of Corporation (if known))

Pursuant to the provisions of section 607.1006, Florida Statutes, this *Florida Profit Corporation* adopts the following amendment(s) to its Articles of Incorporation:

**A. If amending name, enter the new name of the corporation:**

SANDBAR SNACKS INC.

*The new name must be distinguishable and contain the word "corporation," "company," or "incorporated" or the abbreviation "Corp.," "Inc.," or Co.," or the designation "Corp.," "Inc.," or "Co.". A professional corporation name must contain the word "chartered," "professional association," or the abbreviation "P.A."*

**B. Enter new principal office address, if applicable:**(Principal office address MUST BE A STREET ADDRESS)

20 NORTH POMPAÑO BEACH BLVD.

POMPAÑO BEACH, FL 33062

**C. Enter new mailing address, if applicable:**(Mailing address MAY BE A POST OFFICE BOX)

2737 NE 28TH STREET

APT. 2W

LIGHTHOUSE POINT, FL 33064

**D. If amending the registered agent and/or registered office address in Florida, enter the name of the new registered agent and/or the new registered office address:**Name of New Registered Agent

EISENBERG LEHMAN, PLLC

121 ALHAMBRA PLAZA, SUITE 1500

(Florida street address)

New Registered Office Address:

CORAL GABLES

Florida 33134

(City)

(Zip Code)

**New Registered Agent's Signature, if changing Registered Agent:**

I hereby accept the appointment as registered agent. I am familiar with and accept the obligations of the position.

Declassified by:  
 Scott Lehman  
 7219C1022:AS4#2...

Signature of New Registered Agent, if changing

**Check if applicable**
☒ The amendment(s) is/are being filed pursuant to s. 607.0120 (11) (e), F.S.

DocuSign Envelope ID: BF708C15-AFFB-4784-96CB-44D55C79E736

(((H22000236309 3)))

If amending the Officers and/or Directors, enter the title and name of each officer/director being removed and title, name, and address of each Officer and/or Director being added:

(Attach additional sheets, if necessary)

Please note the officer/director title by the first letter of the office title:

P = President; V = Vice President; T = Treasurer; S = Secretary; D = Director; TR = Trustee; C = Chairman or Clerk; CEO = Chief Executive Officer; CFO = Chief Financial Officer. If an officer/director holds more than one title, list the first letter of each office held. President, Treasurer, Director would be PTD.

Changes should be noted in the following manner. Currently John Doe is listed as the PST and Mike Jones is listed as the V. There is a change. Mike Jones leaves the corporation. Sally Smith is named the V and S. These should be noted as John Doe, PT as a Change, Mike Jones, V as Remove, and Sally Smith, SV as an Add.

**Example:**

☒ Change      PT      John Doe

☒ Remove      V      Mike Jones

☒ Add      SV      Sally Smith

Type of Action (Check One)	Title	Name	Address
1) <input type="checkbox"/> Change	P	FRANK DIMARIA	2737 NE 28TH STREET
<input type="checkbox"/> Add			W2
<input checked="" type="checkbox"/> Remove			LIGHTHOUSE POINT, FL 33064
2) <input checked="" type="checkbox"/> Change	PSTD	MARIA CIARAMITARO	2737 NE 28TH STREET
<input type="checkbox"/> Add			APT. 2W
<input type="checkbox"/> Remove			LIGHTHOUSE POINT, FL 33064
3) <input type="checkbox"/> Change	VD	ANGELA COMPOSTO	130 GLENMOOR PATH
<input checked="" type="checkbox"/> Add			MOYOCK, NC 27958
<input type="checkbox"/> Remove			
4) <input type="checkbox"/> Change			
<input type="checkbox"/> Add			
<input type="checkbox"/> Remove			
5) <input type="checkbox"/> Change			
<input type="checkbox"/> Add			
<input type="checkbox"/> Remove			
6) <input type="checkbox"/> Change			
<input type="checkbox"/> Add			
<input type="checkbox"/> Remove			



DocuSign Envelope ID: BF708C15-AFF9-4784-96C8-44D55C79E736

((H22000236309 3)))

**E. If amending or adding additional Articles, enter change(s) here:**

*(Attach additional sheets, if necessary). (Be specific)*

N/A

**F. If an amendment provides for an exchange, reclassification, or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself:**

*(if not applicable, indicate N/A)*

N/A

DocuSign Envelope ID: BF708C15-AFF9-4784-96CB-44D55C79E736

The date of each amendment(s) adoption: N/A (((H22000236309 3)))  
date this document was signed. \_\_\_\_\_, if other than the

Effective date if applicable: JULY 12, 2022  
(no more than 90 days after amendment 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.

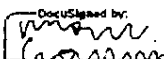
Adoption of Amendment(s) (CHECK ONE)

- ☐ The amendment(s) was/were adopted by the incorporators, or board of directors without shareholder action and shareholder action was not required.
- ☒ The amendment(s) was/were adopted by the shareholders. The number of votes cast for the amendment(s) by the shareholders was/were sufficient for approval.
- ☐ The amendment(s) was/were approved by the shareholders through voting groups. The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):

"The number of votes cast for the amendment(s) was/were sufficient for approval

by \_\_\_\_\_."  
(voting group)

Dated JULY 12, 2022

Signature   
(By a director, president or other officer – if directors or officers have not been selected, by an incorporator – if in the hands of a receiver, trustee, or other court appointed fiduciary by that fiduciary)

MARIA CIARAMITARO

(Typed or printed name of person signing)

PRESIDENT

(Title of person signing)