

DEC 30/2013 MON 04:06 PM
Division of Corporations

FAX No.

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Florida Department of State
Division of Corporations
Electronic Filing Cover Sheet

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To:

Division of Corporations
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EFFECTIVE DATE

12/31/13

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MERGER OR SHARE EXCHANGE

Christian Research & Fellowship of Florida, Inc.

Certificate of Status	0
Certified Copy	1
Page Count	08
Estimated Charge	\$78.75

merger/cc
@ 12/31/13

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FLORIDA DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

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COVER LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: Christian Research & Fellowship of Florida, Inc.
Name of Surviving Corporation

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

Please return all correspondence concerning this matter to following:

Rochelle Ferguson

Contact Person

Firm/Company

11275 US Hwy 98 W Suite 6-431

Address

Miramar Beach, FL 32550

City/State and Zip Code

crfinc@cox.net

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

For further information concerning this matter, please call:

Rochelle Ferguson

Name of Contact Person

At (850)

218-0464

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

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JAN/02/2014/THU 04:37 PM
850-617-6381

FAX No. P.001
12/31/2013 10:46:20 AM PAGE 1/001 Fax Server



December 31, 2013

FLORIDA DEPARTMENT OF STATE

Division of Corporations
CHRISTIAN RESEARCH & FELLOWSHIP OF FLORIDA, INC.
11275 US HWY 98 2 SUITE 6-430
MIRAMAR BEACH, FL 32550

SUBJECT: CHRISTIAN RESEARCH & FELLOWSHIP OF FLORIDA, INC.
REF: N13000011420

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.

Articles of Merger for a Florida non profit corporation are filed pursuant to 617.1105, Florida Statutes. Please see our website for the correct form.

If you have any questions concerning the filing of your document, please call (850) 245-6050.

Irene Albritton
Regulatory Specialist II

FAX Aud. #: H13000285748
Letter Number: 913A00029343

P.O BOX 6327 - Tallahassee, Florida 32314

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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)
Christian Research & Fellowship of Florida, Inc.	Florida	P13000102350

Second: The name and jurisdiction of each merging corporation:

<u>Name</u>	<u>Jurisdiction</u>	<u>Document Number</u> (If known/ applicable)
Christian Research & Fellowship, Inc.	Georgia	
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____

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 12 / 30 / 13 (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.)

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 12/30/13.

The Plan of Merger was adopted by the board of directors of the surviving corporation on _____ 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 12/30/13.

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)

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Seventh: SIGNATURES FOR EACH CORPORATION

<u>Name of Corporation</u>	<u>Signature of an Officer or Director</u>	<u>Typed or Printed Name of Individual & Title</u>
----------------------------	--------------------------------------------	--------------------------------------------------------

Christian Research & Fellow		Rochelle Ferguson, Director
Christian Research & Fellow		Rochelle Ferguson, Director

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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:

NameJurisdictionChristian Research & Fellowship of FlorFlorida

Second: The name and jurisdiction of each merging corporation:

NameJurisdictionChristian Research & Fellowship, Inc.Georgia

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

Christian Research & Fellowship, Inc., a Georgia Corporation, shall be merged into Christian Research & Fellowship of Florida, Inc., a Florida Corporation, and the shareholders of Christian Research & Fellowship, Inc., a Georgia Corporation, shall become the shareholders of Christian Research & Fellowship of Florida, Inc., a Florida Corporation.

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:

Christian Research & Fellowship, Inc., a Georgia Corporation, shall be given a sufficient number of shares of Christian Research & Fellowship of Florida, Inc., a Florida Corporation, such that a FMV of their shares will be approximately equal to the FMV of these shares formerly held in the Georgia Corp.

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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

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PLAN OF MERGER
(Merger of subsidiary corporation(s))

The following plan of merger is submitted in compliance with section 607.1104, Florida Statutes, and in accordance with the laws of any other applicable jurisdiction of incorporation.

The name and jurisdiction of the **parent** corporation owning at least 80 percent of the outstanding shares of each class of the subsidiary corporation:

<u>Name</u>	<u>Jurisdiction</u>
N/A	

The name and jurisdiction of each **subsidiary** corporation:

<u>Name</u>	<u>Jurisdiction</u>
N/A	

The manner and basis of converting the shares of the subsidiary or parent into shares, obligations, or other securities of the parent 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, and other securities of the surviving or any other corporation or, in whole or in part, into cash or other property are as follows:

N/A

(Attach additional sheets if necessary)

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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:
N/A