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Division of Corporations

Florida Department of State
Division of Corporations
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To: Division of Corporations
Fax Number : (850) 617-6380

From: Account Name : GREGORY M. WAYNE, P.A.
Account Number : 076770003401
Phone : (305) 381-8109
Fax Number : (305) 381-8109

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

Email Address: gn@attorneymiami.com

MERGER OR SHARE EXCHANGE
YOMA HOLDING CORP (DELICURT ENTERPRISES CORP)

Certificate of Status	0
Certified Copy	0
Page Count	01
Estimated Charge	\$85.00

FILED
16 APR 21 PM 5:00
CLERK OF STATE
TALLAHASSEE, FLORIDA

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Corporate Filing Menu

Help

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16 APR 22 AM 10:31

Merger
w/ Name Change

APR 25 2016

D CONNELL

April 20, 2016

SENT VIA FAX (850) 245-6804

Department of State
Division of Corporations
Corporate Filings
P.O. Box 6327
Tallahassee, FL 32314

Re: DELIGURT ENTERPRISES CORP.

To whom this may concern:

Please be advised that DELIGURT ENTERPRISES LLC hereby authorizes YOMA HOLDING CORP. to change its name to DELIGURT ENTERPRISES CORP.

DELIGURT ENTERPRISES LLC shall merge with YOMA HOLDING CORP. As a condition of the merger, YOMA HOLDING CORP. shall change its name to DELIGURT ENTERPRISES CORP.

Should you have any questions or concerns, please do not hesitate to contact me.

Sincerely yours,



Manuel F. Goncalves, President of YOMA HOLDING CORP., Sole Member of
DELIGURT ENTERPRISES LLC

COVER LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: YOMA HOLDING CORP

Name of Surviving Party

Please return all correspondence concerning this matter to:

Alexis Koratich

Contact Person

Geoffrey M. Wayne, P.A.

Firm/Company

135 San Lorenzo Ave., PH 840

Address

Coral Gables, FL 33146

City, State and Zip Code

gn@attorneymiami.com

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

For further information concerning this matter, please call:

Alexis Koratich

at (305) 381-8108

Name of Contact Person

Area Code and Daytime Telephone Number

☐ Certified Copy (optional) \$8.75

STREET ADDRESS:

Amendment Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

MAILING ADDRESS:

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

FILED
16 APR 21 PM 5:00
CLERK OF STATE
TALLAHASSEE, FLORIDA

**Articles of Merger
For
Florida Profit or Non-Profit Corporation
Into
Other Business Entity**

The following Articles of Merger are submitted to merge the following Florida Profit and/or Non-Profit Corporation(s) in accordance with s. 607.1109, 617.0302 or 605.1025, Florida Statutes.

FIRST: The exact name, form/entity type, and jurisdiction for each merging party are as follows:

<u>Name</u>	<u>Jurisdiction</u>	<u>Form/Entity Type</u>
DELIGURT ENTERPRISES LLC	Florida	LLC
PAYHA PRODUCE LLC	Florida	LLC

SECOND: The exact name, form/entity type, and jurisdiction of the surviving party are as follows:

<u>Name</u>	<u>Jurisdiction</u>	<u>Form/Entity Type</u>
YOMA HOLDING CORP.	Florida	Corporation

THIRD: The attached plan of merger was approved by each domestic corporation, limited liability company, partnership and/or limited partnership that is a party to the merger in accordance with the applicable provisions of Chapters 607, 605, 617, and/or 620, Florida Statutes.

FOURTH: The attached plan of merger was approved by each other business entity that is a party to the merger in accordance with the applicable laws of the state, country or jurisdiction under which such other business entity is formed, organized or incorporated.

FIFTH: If other than the date of filing, the 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:

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.

SIXTH: If the surviving party is not formed, organized or incorporated under the laws of Florida, the survivor's principal office address in its home state, country or jurisdiction is as follows:

NA

SEVENTH: If the surviving party is an out-of-state entity, the surviving entity:

a.) Appoints the Florida Secretary of State as its agent for service of process in a proceeding to enforce any obligation or the rights of dissenting shareholders of each domestic corporation that is party to the merger.

b.) Agrees to promptly pay the dissenting shareholders of each domestic corporation that is a party to the merger the amount, if any, to which they are entitled under s. 607.1302, F.S.

EIGHTH: Signature(s) for Each Party:

Name of Entity/Organization:

Signature(s):

Typed or Printed
Name of Individual:

YOMA HOLDING CORP.

Manuel F. Goncalves, President

DELIGURT ENTERPRISES LLC

Manuel F. Goncalves, Manager

PAYHA PRODUCE LLC

Manuel F. Goncalves, Manager

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 a member or authorized representative

Fees:

\$35.00 Per Party

Certified Copy (optional):

\$8.75

PLAN OF MERGER

FIRST: The exact name, form/entity type, and jurisdiction for each merging party are as follows:

<u>Name</u>	<u>Jurisdiction</u>	<u>Form/Entity Type</u>
DELIGURT ENTERPRISES LLC	Florida	LLC
PAYHA PRODUCE LLC	Florida	LLC

SECOND: The exact name, form/entity type, and jurisdiction of the surviving party are as follows:

<u>Name</u>	<u>Jurisdiction</u>	<u>Form/Entity Type</u>
YOMA HOLDING CORP.	Florida	Corporation

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

DELIGURT ENTERPRISES LLC and PAYHA PRODUCE LLC shall merge with YOMA HOLDING

CORP. YOMA HOLDING CORP. shall simultaneously with this Merger change its name to

DELIGURT ENTERPRISES CORP.

(Attach additional sheet if necessary)

FOURTH:

A. The manner and basis of converting the interests, shares, obligations or other securities of each merged party into the interests, shares, obligations or others securities of the survivor, in whole or in part, into cash or other property is as follows:

Each membership unit issued by DELIGURT ENTERPRISES LLC and PAYHA PRODUCE LLC

Immediately prior to the Merger shall automatically be canceled, retired and cease to exist and no payment shall be made with respect thereto because the survivor was the sole owner of the merged parties before the merger.

(Attach additional sheet if necessary)

B. The manner and basis of converting the rights to acquire the interests, shares, obligations or other securities of each merged party into the rights to acquire the interests, shares, obligations or others securities of the survivor, in whole or in part, into cash or other property is as follows:

NA

(Attach additional sheet if necessary)

FIFTH: If a partnership is the survivor, the name and business address of each general partner is as follows:

NA

(Attach additional sheet if necessary)

SIXTH: If a limited liability company is the survivor, the name and business address of each manager or managing member is as follows:

NA

(Attach additional sheet if necessary)

SEVENTH: Any statements that are required by the laws under which each other business entity is formed, organized, or incorporated are as follows:

The surviving entity has agreed to promptly pay to the dissenting shareholders of each domestic

corporation that is a party to the merger the amount, if any, to which they are entitled under s. 607.1302.

(Attach additional sheet if necessary)

EIGHTH: Other provision, if any, relating to the merger are as follows:

NA

(Attach additional sheet if necessary)