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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

merger/cc

JAN 07 2015

ALBRITTON

COVER LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: BERENS, FERNANDEZ & ASSOCIATES, P.A.

Name of Surviving Corporation

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

Please return all correspondence concerning this matter to following:

JACQUELINE BERENS, ESQ.

Contact Person

BERENS, FERNANDEZ & ASSOCIATES, P.A.

Firm/Company

2100 PONCE DE LEON BLVD. PH-2

Address

CORAL GABLES, FLORIDA 33134

City/State and Zip Code

berens@berensfernandez.com

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

For further information concerning this matter, please call:

JACQUELINE BERENS

Name of Contact Person

At (305) 329-2990

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)

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)
BERENS, FERNANDEZ & ASSOCIATES, PA	FLORIDA	P15000022498

Second: The name and jurisdiction of each merging corporation:

<u>Name</u>	<u>Jurisdiction</u>	<u>Document Number</u> (If known/ applicable)
BERENS & FERNANDEZ, PA	FLORIDA	P14000094238

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 / 15 (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 12/30/15.

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 12/30/15.

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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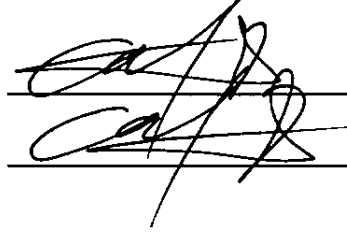
Seventh: SIGNATURES FOR EACH CORPORATION

Name of Corporation

Signature of an Officer or
Director

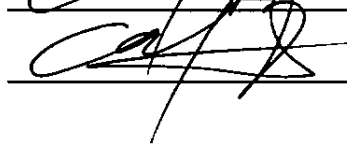
Typed or Printed Name of Individual & Title

BERENS FERNANDEZ ASSO



ANDRES F. FERNANDEZ, President

BERENS & FERNANDEZ, PA



ANDRES F. FERNANDEZ, President

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:

Other provisions relating to the merger are as follows:

N/A

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:

<u>Name</u>	<u>Jurisdiction</u>
BERENS, FERNANDEZ & ASSOCIATES, PA	FLORIDA

Second: The name and jurisdiction of each **merging** corporation:

<u>Name</u>	<u>Jurisdiction</u>
BERENS & FERNANDEZ, PA	FLORIDA

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

It is hereby acknowledged that both the merging corporation and the surviving corporation have identical ownership. The shareholders of the merging corporation will receive no consideration for their shares in the merging corporation other than their existing shares in the surviving corporation, together with all appurtenant rights and obligations thereto.

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:

(Attach additional sheets if necessary)

See Third above. As of the effective date, all shares of the merging corporation shall automatically be canceled, retired and/or will cease to exist, and each share of common stock of the surviving corporation issued and outstanding prior to the effective date of this merger shall remain outstanding following the consummation of the merger.

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:

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