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Account Number : 075410002172  
Phone : (239) 344-1100  
Fax Number : (239) 344-1529

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

Email Address: todd@atdesignninc.com

**MERGER OR SHARE EXCHANGE**

**at design studio, inc.**

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**COVER LETTER**

**TO:** Amendment Section  
Division of Corporations

**SUBJECT:** at design studio, 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:

Bill Allen, Esq.

\_\_\_\_\_  
Contact Person

Henderson, Franklin, Stames & Holt, P.A.

\_\_\_\_\_  
Firm/Company

P.O. Box 280

\_\_\_\_\_  
Address

Fort Myers, FL 33901

\_\_\_\_\_  
City/State and Zip Code

todd@atdesigninc.com

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

For further information concerning this matter, please call:

Bill Allen

\_\_\_\_\_  
Name of Contact Person

At ( 239 ) 344-1287

\_\_\_\_\_  
Area Code & Daytime Telephone Number

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**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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**ARTICLES OF MERGER**  
(Profit Corporations)

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HALL COUNTY CLERK  
TALLAHASSEE, FL 32301

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)
at design studio, inc.	Florida	P15000048603

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

<u>Name</u>	<u>Jurisdiction</u>	<u>Document Number</u> (If known/ applicable)
at design, inc.	Massachusetts	

**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** 06 /15 2015 (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 06/08/15

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 06/08/15

The Plan of Merger was adopted by the board of directors of the merging corporation(s) on \_\_\_\_\_ and shareholder approval was not required.



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### **PLAN OF MERGER**

The following Plan of Merger is submitted in compliance with Section 607.1101 of the Florida Business Corporation Act, and in accordance with Massachusetts General Laws, Chapter 156D, Section 11.02, to effect the mere change of the state of organization of the merging corporation to Florida.

**FIRST:** The name and jurisdiction of the **surviving** entity: **at design studio, inc.**, a Florida corporation ("Surviving Entity").

**SECOND:** The name and jurisdiction of each **merging** entity: **at design, inc.**, a Massachusetts corporation ("Merging Entity").

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

**Merger.** In accordance with the provisions of the Massachusetts Business Corporation Act and the Florida Business Corporation Act, the Merging Entity shall merge with and into **at design studio, Inc.** (the "Merger"), at which time the separate existence of the Merging Entity shall cease, and the Surviving Entity shall survive the Merger and continue to exist.

**Effective Date.** The Merger shall become effective as of June 15, 2015 (the "Effective Date").

**Effect of Merger.** The Merger shall have the effect set forth in the Florida Business Corporation Act and the Massachusetts Business Corporation Act.

**Surviving Shareholders.** The Shareholders of the Surviving Entity as of the Effective Date shall remain the Shareholders of the Surviving Entity following the Effective Date.

**Surviving Officers.** The Directors and officers of the Surviving Entity, in office immediately prior to the Effective Date, shall continue to be the Directors and officers of the Surviving Entity after the Merger.

**Bylaws.** The Bylaws of the Surviving Entity in effect immediately prior to the Effective Date shall continue to be the Bylaws of the Surviving Entity after the Merger.

### **FOURTH:**

A. The manner and basis of converting the shares of the Merging Entity into shares of the Surviving Entity, in whole or in part, into cash or other property are as follows:

Immediately prior to the Effective Date, one hundred percent (100%) of the outstanding shares of the Merging Entity are owned by the same Shareholders, and in the same proportions, as the Shareholders

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who own one hundred percent (100%) of the shares of the Surviving Entity. Upon the Effective Date, each share of the Merging Entity then outstanding shall be cancelled. Each share of the Surviving Entity that is outstanding immediately prior to the Effective Date shall continue to represent a share of the Surviving Entity following the Merger.

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

There are no authorized or outstanding rights to acquire interests, shares, obligations or other securities of the merging party. Therefore, there is no manner or basis of converting rights to acquire interests, shares, obligations or other securities of the merging party into rights to acquire interests, shares, obligations or other securities of the Surviving Entity, in whole or in part, into cash or other property.