

P15000075824

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



900280118999

12/31/15--01026--010 **70.00

FILED
2015 DEC 31 PM 2:57
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

EFFECTIVE DATE

Jan 11, 2016

Merger/name
ch8

JAN 07 2015

I ALBRITTON

COVER LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: ADAC Acquisition Corp.

Name of Surviving Corporation

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

Please return all correspondence concerning this matter to following:

Robert Hipple

Contact Person

Indian River Financial Services, LLC

Firm/Company

1365 N. Courtenay Parkway, Suite A

Address

Merritt Island, FL 32953

City/State and Zip Code

finance@incubatorholdings.com

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

For further information concerning this matter, please call:

Robert Hipple

Name of Contact Person

At (321) 452-9091

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

EFFECTIVE DATE

ARTICLES OF MERGER

(Profit Corporations)

Jan 11, 2016

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)
ADAC Acquisition Corp.	Florida	P15000075824

Second: The name and jurisdiction of each merging corporation:

<u>Name</u>	<u>Jurisdiction</u>	<u>Document Number</u> (If known/ applicable)
Adama Technologies Corporation	Delaware	4425267

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 January /11 /2016 (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 September 21, 2015.

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 September 21, 2015.

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)

FILED
2015 DEC 31 PM 2:51
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

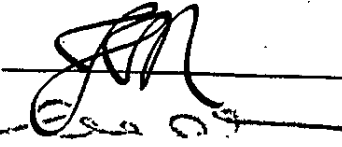
Seventh: SIGNATURES FOR EACH CORPORATION

Name of Corporation

Signature of an Officer or
Director

Typed or Printed Name of Individual & Title

ADAC Acquisition Corp.



John Netterville, Sole Director and President

Adama Technologies Corporatic

Michael Choo, Sole Director and President

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:

Name

Jurisdiction

ADAC Acquisition Corp.

Florida

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

Name

Jurisdiction

Adama Technologies Corporation

Delaware

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

Adama Technologies Corporation shall merge into ADAC Acquisition Corp., with the latter as the Surviving Entity. The corporate name of ADAC Acquisition Corp. shall be changed in the merger to Adama Technologies Corporation. The assets and liabilities of Adama Technologies Corporation existing before the merger shall carry over to the Surviving Entity in the merger. The outstanding common stock of Adama Technologies Corporation before the merger shall be reduced in the merger on the basis of a reverse split of 1 share of the Surviving Entity for each 250 shares of Adama Technologies Corporation outstanding before the merger and all of the new common shares of the Surviving Entity shall be held by Incubator Holdings, Inc., parent company of ADAC Acquisition Corp..

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:

See explanation under Other Information, below

(Attach additional sheets if necessary)

THE FOLLOWING MAY BE SET FORTH IF APPLICABLE:

Amendments to the articles of incorporation of the surviving corporation are indicated below or attached:

The name of the Surviving Entity, ADAC Acquisition Corp., shall be changed in the merger to Adama Technologies Corporation by amending Article I accordingly.

OR

Restated articles are attached:

Other provisions relating to the merger are as follows:

Adama Technologies Corporation will merge with and into ADAC Acquisition Corp. (the Surviving Entity), which is a wholly-owned subsidiary of Incubator Holdings, Inc., a Wyoming corporation. The common shareholders of Adama Technologies Corporation before the merger will receive 1 share of Incubator Holdings, Inc. common stock for each 250 shares of Adama Technologies Corporation issued and outstanding at the time of the merger, issuable upon delivery of a certificate for common shares of Adama Technologies Corporation to the transfer agent for Incubator Holdings, Inc.; and the preferred shareholder of Adama Technologies Corporation before the merger will receive 1 share of Incubator Holdings, Inc. Series A Preferred stock for each share of Adama Technologies Corporation preferred stock issued and outstanding before the merger.