

P16000057693

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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**COVER LETTER**

**TO:** Amendment Section  
Division of Corporations

**SUBJECT:** GUILLEN PUJOL CPA, P.A.

Name of Surviving Party

Please return all correspondence concerning this matter to:

Nestor Guillen

Contact Person

GUILLEN PUJOL CPA, P.A.

Firm/Company

2250 SW 3RD AVE STE 150

Address

Miami, FL 33129

City, State and Zip Code

nguillen@guillenserrano.com

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

For further information concerning this matter, please call:

John Ainsworth, Esq.

Name of Contact Person

at ( 305 ) 600-3816

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

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

16 DEC 12 AM 11:28

FILED

DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

16 DEC 12 PM 4:58

RECEIVED

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

16 DEC 12 AM 11:28  
FILED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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>
GUILLEN PUJOL CPA, P.A.	Florida	Corporation <span style="float: right;">P16 - 57693</span>
GLOBALBIZ ENTERPRISE SOLUTIONS LLC	Florida	LLC <span style="float: right;">L09 - 25392</span>

**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>
GUILLEN PUJOL CPA, P.A.	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:

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**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:

n/a

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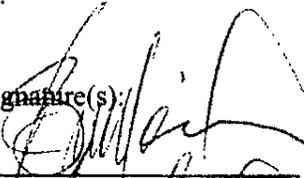
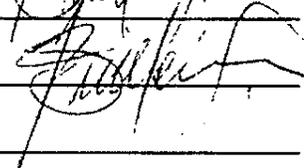
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**SEVENTH:** If the surviving party is an out-of-state entity, the surviving entity:

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:
GUILLEN PUJOL CPA, P.A.		Nestor Guillen - D/P
GLOBALBIZ ENTERPRISE SOLUTIONS LLC		Nestor Guillen - MGRM

- 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

FILED  
16 DEC 12 AM 11:28  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**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>
GUILLEN PUJOL CPA, P.A.	Florida	Corporation
GLOBALBIZ ENTERPRISE SOLUTIONS 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>
GUILLEN PUJOL CPA, P.A.	Florida	Corporation

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

GLOBALBIZ ENTERPRISE SOLUTIONS LLC shall merge all of its assets and liabilities into

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GUILLEN PUJOL CPA, P.A.

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*(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:

GLOBALBIZ ENTERPRISE SOLUTIONS LLC and GUILLEN PUJOL CPA, P.A. are both owned by

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the same Member/Shareholder, therefore the membership interests of the LLC are converted into

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common stock of the corporation, however, there is no need to issue further shares of the coporation due

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to the fact that both entities are owned by the same Member/Shareholder.

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*(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:

There are no rights to acquire the membership interests or common stock or other ownership of either

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entity outside of the sole Member/Shareholder of both entities. This is because there are no outstanding

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options issued by either entity.

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*(Attach additional sheet if necessary)*

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

n/a

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*(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:

n/a

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*(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:

n/a, these are both Florida entities

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*(Attach additional sheet if necessary)*

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

n/a

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*(Attach additional sheet if necessary)*