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MERGER OR SHARE EXCHANGE
Panther Productions, Inc.

Certificate of Status	1
Certified Copy	1
Page Count	04
Estimated Charge	\$87.50

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2016 OCT 12 P 12:44

TALLAHASSEE, FLORIDA

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Merge

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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)
PANTHER PRODUCTIONS, INC.	FLORIDA	P16000075773

Second: The name and jurisdiction of each merging corporation:

<u>Name</u>	<u>Jurisdiction</u>	<u>Document Number</u> (if known/ applicable)
PANTHER PRODUCTIONS, INC.	CALIFORNIA	ENTITY NUMBER: C1248746

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 _____ (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 _____

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 _____

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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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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AGREEMENT AND PLAN OF MERGER

THIS AGREEMENT AND PLAN OF MERGER, dated this 7th day of October, 2016 (the "Agreement"), is entered into between PANTHER PRODUCTIONS, INC., a Florida corporation ("Surviving"), and PANTHER PRODUCTIONS, INC., an California corporation ("Merging").

BACKGROUND:

The respective shareholders of Merging and Surviving believe that it is in the best interest of the two corporations for Merging to merge with Surviving for the purpose of continuing the business of Merging in the form of a Florida corporation in accordance with the provisions of this Agreement, the Florida Business Corporation Act and the California Corporations Code.

AGREEMENT:

NOW, THEREFORE, in consideration of the mutual covenants, terms and conditions set forth below, and intending to be legally bound hereby, the parties confirm the accuracy of the information set forth in the introductory paragraph and the BACKGROUND section above, which are hereby incorporated by reference into this Agreement, and agree as follows:

1. **MERGER.** Merging shall be merged with and into Surviving (the "Merger").
2. **EFFECTIVE DATE.** The Merger shall become effective immediately upon the filing of the Certificate of Merger with the Secretary of State of Florida in accordance with the Florida Business Corporation Act and the filing of the Certificate of Merger with the Secretary of State of California in accordance with California Corporations Code (the "Effective Date").
3. **SURVIVING CORPORATION.** Surviving shall be the surviving corporation of the Merger and shall continue to be governed by the laws of the State of Florida. On the Effective Date, the separate existence of Merging shall cease.
4. **CONVERSION OF SHARES.** The manner and basis of converting the shares of Merging shall be as follows: On the Effective Date each of the 2,000,000 shares of common stock issued and outstanding in Merging shall be exchanged for 1,000 shares of common stock in Surviving, and the shares of Merging shall be cancelled without further action on the part of the shareholders.
5. **MISCELLANEOUS.** The provisions relating to the merger are as follows:
 - A. **Changes in Articles of Incorporation.** The Articles of Incorporation of Surviving shall continue to be its Articles of Incorporation following the Effective Date of the Merger.
 - B. **Changes in Bylaws.** The Bylaws will be adopted to be consistent with the laws of the State of Florida.
 - C. **Officers and Directors.** The Officers and Directors of Surviving on the Effective Date of the merger shall continue as the Officers and Directors of Surviving for their full unexpired terms and until their successors have been appointed and qualified.

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6. **AUTHORIZATION.** The Officers of Merging and Surviving are hereby authorized and directed to do or cause to be done all acts, and to execute and deliver all documents necessary or appropriate to effect the Merger and otherwise carry out the foregoing Plan of Merger.

Dated as of the 7th day of October, 2016.

PANTHER PRODUCTIONS, INC.,
a California corporation

By: 

Deborah Hutchison, Director

PANTHER PRODUCTIONS, INC.,
a Florida corporation

By: 

Deborah Hutchison, President