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Merger Name Change

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JUL 19 2017

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17 JUL 13 PM 1:41

SECRETARY OF STATE
HALL OF RECORDS

COVER LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: DAVID M. SCHWARTZ, CPA, PA

Name of Surviving Corporation

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

Please return all correspondence concerning this matter to following:

FRANK T. PILOTTE, ESQ.

Contact Person

MURPHY REID, LLP

Firm/Company

11300 US HIGHWAY 1, SUITE 401

Address

PALM BEACH GARDENS, FL 33408

City/State and Zip Code

FPILOTTE@MURPHYREID.COM

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

For further information concerning this matter, please call:

FRANK T. PILOTTE, ESQ.

Name of Contact Person

At (561) 655-4060

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)
DAVID M. SCHWARTZ, CPA, PA	FLORIDA	P17000054883

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

<u>Name</u>	<u>Jurisdiction</u>	<u>Document Number</u> (If known/ applicable)
WARNER & ASSOCIATES CPA, P.A.	FLORIDA	479549
DAVID M. SCHWARTZ, CPA, PA	FLORIDA	P17000054883

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 07/15/2017 (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 JULY 11, 2017.

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 JULY 10, 2017.

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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TREASURY RECORDS

Seventh: SIGNATURES FOR EACH CORPORATION

Name of Corporation

Signature of an Officer or
Director

Typed or Printed Name of Individual & Title

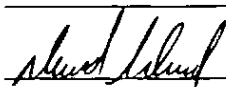
WARNER & ASSOCIATES



RONALD D. WARNER, PRESIDENT

CPA, P.A.

DAVID M. SCHWARTZ,



DAVID M. SCHWARTZ, PRESIDENT

CPA, PA

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

DAVID M. SCHWARTZ, CPA, PA

FLORIDA

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

Name

Jurisdiction

WARNER & ASSOCIATES CPA, P.A.

FLORIDA

DAVID M. SCHWARTZ, CPA, PA

FLORIDA

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

THE SURVIVING AND MERGING COMPANIES SHALL MERGE PER THE TERMS OF AN AGREEMENT OF MERGER APPROVED BY THE SHAREHOLDERS OF EACH CORPORATION, EFFECTIVE JULY 15, 2017.

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 attached*

(Attach additional sheets if necessary)

EACH SHARE OF COMMON STOCK OF WARNER & ASSOCIATES CPA, P.A. SHALL BE CONVERTED ON THE EFFECTIVE DATE OF THE MERGER, JULY 15, 2017, INTO 7.5 SHARES OF THE COMMON STOCK OF THE SURVIVING CORPORATION, DAVID M. SCHWARTZ, CPA, PA.

THE FOLLOWING MAY BE SET FORTH IF APPLICABLE:

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

- (1) The name of the surviving corporation is changed from DAVID M. SCHWARTZ, CPA, PA to WARNER AND SCHWARTZ, P.A., effective July 15, 2017.
- (2) The principal place of business address shall be: 1897 Palm Beach Lakes Blvd., Suite 226, West Palm Beach, Florida 33409.
- (3) The mailing address shall be: 1897 Palm Beach Lakes Blvd., Suite 226, West Palm Beach, Florida 33409.
- (4) The number of authorized shares is increased to 1,000.

OR

Restated articles are attached:

Other provisions relating to the merger are as follows:

NONE