

P17000098458

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐

PICK-UP

☐

WAIT

☐

MAIL

(Business Entity Name)

(Document Number)

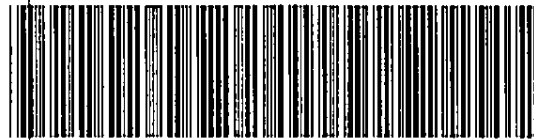
Certified Copies



Certificates of Status

Special Instructions to Filing Officer:

Office Use Only



700307339877

01/05/18--01012--056 **78.75

S TALLENT
JAN 26 2018

18 JAN 25 PM 4:32
SECRETARY OF STATE
TALLAHASSEE FLORIDA

FILED

Merger



FLORIDA DEPARTMENT OF STATE
Division of Corporations

January 9, 2018

GENE ROSS
GIBBS LAW OFFICE, PLLC
8870 DANIELS PKWY SUITE 101
FORT MYERS, FL 33912

SUBJECT: M.B. HUNT SOFTWARE, INC.
Ref. Number: P17000098458

We have received your document and check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

ON THE ARTICLES OF MERGER, THE FIFTH SECTION MUST BE COMPLETED.

FOR THE SIGNATURE PAGE, PLEASE TYPE OR PRINT NAME OF INDIVIDUAL.

ON THE PLAN OF MERGER, THE FOURTH SECTION MUST BE COMPLETED REGARDING THE CONVERSION OF SHARES.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6050.

Susan Tallent
Regulatory Specialist II

Letter Number: 118A00000571

Rec 1/17/18

COVER LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: M. B. HUNT SOFTWARE, 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:

GENE ROSS

Contact Person

GIBBS LAW OFFICE, PLLC

Firm/Company

8870 DANIELS PKWY SUITE 101

Address

FORT MYERS, FLORIDA 33912

City/State and Zip Code

ADMIN@GIBBSLAWFL.COM

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

For further information concerning this matter, please call:

GENE ROSS

At (239)

415-7495

Name of Contact Person

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)
M.B. HUNT SOFTWARE, INC.	FLORIDA	P17000098458

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

<u>Name</u>	<u>Jurisdiction</u>	<u>Document Number</u> (If known/ applicable)
M.B. HUNT SOFTWARE, INC.	MINNESOTA	9Y-241

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 01/01/2018 (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 01/01/2018.

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 12/07/2017.

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)

FILED
18 JAN 25 PM 4:32
DEPARTMENT OF STATE
TALLAHASSEE, FLORIDA

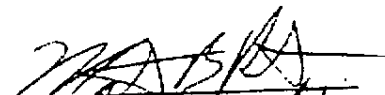
Seventh: SIGNATURES FOR EACH CORPORATION

Name of Corporation

Signature of an Officer or
Director

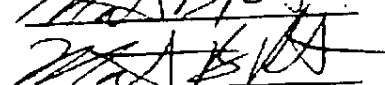
Typed or Printed Name of Individual & Title

M.B. HUNT SOFTWARE, INC



PRESIDENT - MATTHEW B. HUNT

M.B. HUNT SOFTWARE, INC



PRESIDENT - MATTHEW B. HUNT

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:

<u>Name</u>	<u>Jurisdiction</u>
M.B. HUNT SOFTWARE, INC.	FLORIDA

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

<u>Name</u>	<u>Jurisdiction</u>
M.B. HUNT SOFTWARE, INC.	MINNESOTA

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

MINNESOTA CORPORATION M. B. HUNT SOFTWARE, INC. IS MERGING WITH THE NEWLY FORMED FLORIDA CORPORATION M. B. HUNT SOFTWARE, INC. FOR THE PURPOSE OF RELOCATING ITS STATE OF INCORPORATION AND PRINCIPAL PLACE OF BUSINESS TO THE STATE OF FLORIDA. THE MINNESOTA CORPORATION WILL ULTIMATELY BE DISSOLVED AND ITS TAX ID NUMBER WILL BE TRANSFERRED TO THE FLORIDA CORPORATION.

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:

MATTHEW B. HUNT IS THE SOLE OWNER OF ALL SHARES IN THE MINNESOTA CORPORATION AND WILL CONVERT IDENTICAL SHARES INTO THE FLORIDA CORPORATION. THE MINNESOTA CORPORATION WILL BE DISSOLVED.

THE FOLLOWING MAY BE SET FORTH IF APPLICABLE:

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

OR

Restated articles are attached:

Other provisions relating to the merger are as follows:

MATTHEW B. HUNT IS THE SOLE OWNER OF ALL SHARES IN THE MINNESOTA CORPORATION AND WILL CONVERT IDENTICAL SHARES INTO THE FLORIDA CORPORATION. THE MINNESOTA CORPORATION WILL BE DISSOLVED.