

P18000026543

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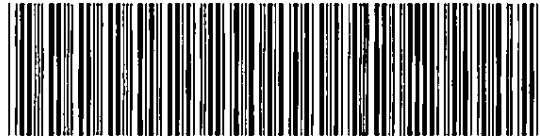
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Merger

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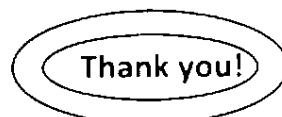
Name:	Rising Tide Car Wash-Parkland, Inc.
Document #:	
Order #:	14887680-1

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ARTICLES OF MERGER

Pursuant to the provisions of Section 607.1101 of the Florida Business Corporation Act, the undersigned corporations hereby adopt the following Articles of Merger for the purpose of merging RT P&B Corp., a corporation organized and existing under the laws of the State of Florida, into Rising Tide Car Wash-Parkland, Inc., a corporation organized and existing under the laws of the State of Florida, as the surviving corporation:

P12-90952

1. The Board of Directors of RT P&B Corp., the shareholders of RT P&B Corp., the Board of Directors of Rising Tide Car Wash-Parkland, Inc. and the shareholders of Rising Tide Car Wash-Parkland, Inc. unanimously approved and adopted the following Plan of Merger on the 25th day of January, 2023, in the manner prescribed by the Florida Business Corporation Act:

PLAN OF MERGER

1. Parties to Merger. The parties to the merger are RT P&B Corp., a Florida corporation, Document No. R12000090952, and Rising Tide Car Wash-Parkland, Inc., a Florida corporation, Document No. P18000026543.

2. Merger. RT P&B Corp. shall be merged into Rising Tide Car Wash-Parkland, Inc. (the "Surviving Corporation") as of 12:01 a.m. on May 1, 2023 (the "Effective Date").

3. Name of Surviving Corporation. The name of the Surviving Corporation shall be Rising Tide Car Wash-Parkland, Inc.

4. Effect of Merger. On the Effective Date of the merger, the separate existence of RT P&B Corp. shall cease (except to the extent continued by statute), and all of its property, rights, privileges, and franchises, of whatsoever nature and description, shall be transferred to, vest in, and devolve upon the Surviving Corporation, subject to its liabilities and obligations, which liabilities and

obligations the Surviving Corporation shall assume, without further act or deed. Confirmatory deeds, assignments or other like instruments when deemed desirable by the Surviving Corporation to evidence such transfer, vesting or devolution of any property, right, privilege, or franchise, shall at any time, or from time to time, be made and delivered in the name of RT P&B Corp., by the last acting officers thereof, or by the corresponding officers of the Surviving Corporation.

5. Exchange of Stock. Since the ownership of the Common Stock of RT P&B Corp. and Rising Tide Car Wash-Parkland, Inc. is identical, on the Effective Date of the merger, each share of Common Stock of RT P&B Corp., issued and outstanding prior to the merger, shall be cancelled.

6. Attributes of Surviving Corporation.

(a) The Articles of Incorporation of Rising Tide Car Wash-Parkland, Inc., as in effect on the Effective Date of the merger, shall continue in full force and effect as the Articles of Incorporation of the Surviving Corporation and shall not be changed or amended by the merger.

(b) The By-Laws of Rising Tide Car Wash-Parkland, Inc., as such By-Laws exist on the Effective Date of the merger, shall remain and be the By-Laws of the Surviving Corporation, until altered, amended, or repealed in accordance with the provisions thereof, the Articles of Incorporation of Rising Tide Car Wash-Parkland, Inc. and Florida law.

7. Articles of Merger. Articles of Merger shall be executed by the President of RT P&B Corp. and the President of Rising Tide Car Wash-Parkland, Inc. in accordance with the provisions of Section 607.1105 of the Florida Statutes and shall be filed with the Florida Department of State.

II. The effective date of the merger is 12:01 a.m. on May 1, 2023.

Executed this 12 day of April, 2023.

RT P&B Corp., a Florida corporation

By: 

John R. D'Eri, President

Rising Tide Car Wash-Parkland, Inc., a
Florida corporation

By: 

John D'Eri, President