

P19000056953

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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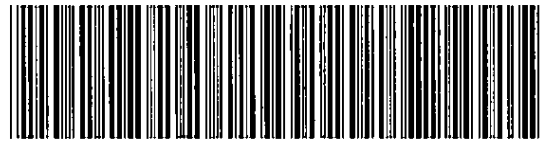
(Business Entity Name)

(Document Number)

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*Not admitted in Maryland

August 26, 2019

Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

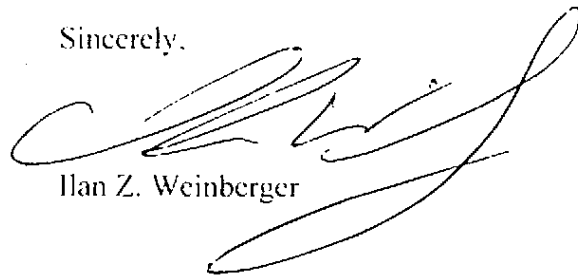
Re: Columbia Sales International, Inc. (Document Number: P19000056953)
Our File No. 26301.1

To Whom it May Concern:

Enclosed please find Articles of Merger for the above-mentioned corporation, along with a check in the amount of \$78.75 for the filing fee and a certified copy.

Please feel free to contact me if you have any questions or concerns.

Sincerely,



Ilan Z. Weinberger

IZW/vrd
Encls.

ARTICLES OF MERGER

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The following Articles of Merger are being 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 is as follows:

<u>Name</u>	<u>Jurisdiction</u>	<u>Entity Type</u>	<u>FL Document No.</u>
Columbia Sales International, Inc.	Florida	Corporation	P19000056953

SECOND: The name and jurisdiction of the merging corporation is as follows:

<u>Name</u>	<u>Jurisdiction</u>	<u>Entity Type</u>	<u>MD Department ID</u>
Columbia Sales International, Inc.	Maryland	Corporation	D03548807

THIRD: The attached Plan of Merger meets the requirements of Section(s) 607.1108, 608.438, 617.1103, and/or 620.201, Florida Statutes, and was approved by each domestic corporation that is a party to the merger in accordance with Chapter 607, Florida Statutes.

FOURTH: The attached Plan of Merger was approved by the merging corporation in accordance with the respective laws of all applicable jurisdictions.

FIFTH: The merger is permitted under the respective laws of all applicable jurisdictions and is not prohibited by the agreement of any partnership or limited partnership or the regulations or articles of organization of any limited liability company that is a party to the merger.

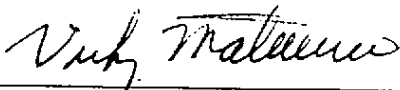
SIXTH: The merger shall become effective as of the date the Articles of Merger are filed with the Florida Department of State.

SEVENTH: The Articles of Merger comply and were executed in accordance with the laws of each party's applicable jurisdiction.

EIGHTH: SIGNATURE OF EACH PARTY

ATTEST:

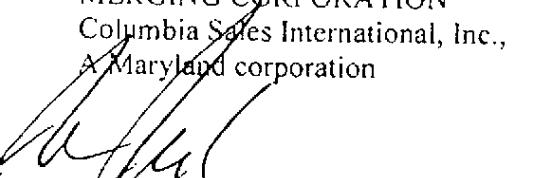
By:



Vicky Matusewitch, Secretary


MERGING CORPORATION
Columbia Sales International, Inc.,
A Maryland corporation

By:


Marc Matusewitch, President and Director

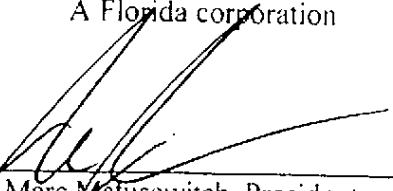
(Corporate Seal)

ATTEST:

By: 
Vicky Matusewitch, Secretary

(Corporate Seal)

SURVIVING CORPORATION
Columbia Sales International, Inc.
A Florida corporation

By: 
Marc Matusewitch, President and Director

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PLAN OF MERGER

BETWEEN

COLUMBIA SALES INTERNATIONAL, INC.
(A Maryland Corporation)

AND

COLUMBIA SALES INTERNATIONAL, INC.
(A Florida Corporation)

This Plan of Merger made and entered into this 14th day of August, 2019 (hereinafter referred to as the "Agreement") by and between Columbia Sales International, Inc., a Maryland corporation (hereinafter referred to as the "Merging Corporation") and Columbia Sales International, Inc., a Florida corporation (hereinafter referred to as the "Surviving Corporation", and together with the Merging Corporation, the "Corporations"). This Agreement was adopted and approved by each party to the merger in accordance with Section(s) 607.1101, 607.1107, and 617.1103, is being submitted in accordance with Section(s) 607.1108, Florida Statutes.

WITNESSETH:

WHEREAS, the Merging Corporation is a corporation duly organized and validly existing under the laws of the State of Maryland;

WHEREAS, the Surviving Corporation is a corporation duly organized and validly existing under the laws of the State of Florida;

WHEREAS, the Boards of Directors of each of the Corporations deem it advisable and for the benefit of each of the Corporations and their respective Stockholders that the Merging Corporation merge into the Surviving Corporation.

NOW, THEREFORE, for and in consideration of the premises and of the mutual agreements, promises and covenants hereinafter contained, it is hereby agreed by and between the parties hereto, subject to the approval and adoption of this Agreement by the respective Stockholders of each of the Corporations, and subject to the conditions hereinafter set forth, that the Merging Corporation be merged into the Surviving Corporation, the corporate existence of which shall be continued under the Surviving Corporation, and thereafter the individual existence of the Merging Corporation shall cease. In accordance with 607.1101, Florida Statutes and Section 3-102 of the Corporations and Associations Title of the Annotated Code of Maryland, the terms and conditions of the merger hereby agreed upon and the mode of carrying the same into effect and the manner of converting the shares of Merging Corporation are as follows:

1. The Merging Corporation and the Surviving Corporation have agreed that the Merging Corporation shall merge with and into the Surviving Corporation and the separate corporation existence of the Merging Corporation shall cease.

2. 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:

On the Effective Date of the merger each share of issued and outstanding common stock of the Merging Corporation shall be surrendered, without consideration. No shares of the common stock of the surviving Corporation shall be issued upon the merger.

3. The Surviving Corporation's Articles of Incorporation shall not be amended by the Articles of Merger.

4. The Surviving Corporation's Bylaws shall not be amended by the Articles of Merger.

IN WITNESS WHEREOF, Surviving Corporation and Merging Corporation have each caused this Plan of Merger to be executed on their respective behalves and their respective corporate seals affixed and the foregoing attested, all by their respective duly authorized officers on the 14th day of August, 2019.

ATTEST:

By: Vicky Matuswitch
Vicky Matuswitch, Secretary

(Corporate Seal)

MERGING CORPORATION
Columbia Sales International, Inc.,
a Maryland corporation

By: Marc Matuswitch
Marc Matuswitch, President and Director

ATTEST:

By: Vicky Matuswitch
Vicky Matuswitch, Secretary

(Corporate Seal)

SURVIVING CORPORATION
Columbia Sales International, Inc.
A Florida corporation

By: Marc Matuswitch
Marc Matuswitch, President and Director