

P200000069020

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

(Business Entity Name)

(Document Number)

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12/09/20--01012--020 **113.75

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Merger/CC
CUIS

FEB 08 2021

ALBRITTON

COVER LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: FOOD FLEET, INC.

Name of Surviving Entity

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

Please return all correspondence concerning this matter to following:

JEFFREY RUBINSTEIN

Contact Person

RUBINSTEIN & ASSOCIATES PA

Firm/Company

7875 SW 104TH STREET STE 100

Address

MIAMI FLORIDA 33156

City/State and Zip Code

JEFFREY@RUBINSTEINASSOCIATES.COM

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

For further information concerning this matter, please call:

JEFFREY RUBINSTEIN

Name of Contact Person

At (305) 374-5500

Area Code & Daytime Telephone Number



Certified copy (optional) \$8.75 (Please send an additional copy of your document if a certified copy is requested)

Mailing Address:

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

Street Address:

Amendment Section
Division of Corporations
The Centre of Tallahassee
2415 N. Monroe Street, Suite 810
Tallahassee, FL 32303

IMPORTANT NOTICE: Pursuant to s.607.1622(8), F.S., each party to the merger must be active and current in filing its annual report through December 31 of the calendar year which this articles of merger are being submitted to the Department of State for filing.



FLORIDA DEPARTMENT OF STATE
Division of Corporations

January 24, 2021

JEFFREY RUBINSTEIN
RUBINSTEIN & ASSOCIATES PA
7875 SW 104TH STREET - STE. 100
MIAMI, FL 33156

SUBJECT: FOOD FLEET INC
Ref. Number: P20000069020

We have received your document for FOOD FLEET INC and your check(s) totaling \$113.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

Minutes or corporate resolutions are not filed with the Division of Corporations and should be kept with the records of the corporation. Any changes that are being made to the articles of incorporation can be made by filing articles of amendment. Enclosed is an amendment form.

The application/form submitted does not meet the requirements of this office; please complete the attached application/form.

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.

Irene Albritton
Regulatory Specialist II

Letter Number: 421A00001595

ARTICLES OF MERGER

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 entity:

<u>Name</u>	<u>Jurisdiction</u>	<u>Entity Type</u>	<u>Document Number</u> (if known/ applicable)
<u>FOOD FLEET INC</u>	<u>FL</u>	<u>CORP</u>	<u>P20000069020</u>

SECOND: The name and jurisdiction of each merging eligible entity:

<u>Name</u>	<u>Jurisdiction</u>	<u>Entity Type</u>	<u>Document Number</u> (if known/ applicable)
<u>FOOD FLEET INC</u>	<u>FL</u>	<u>CORP</u>	<u>P20000069020</u>
<u>FOOD FLEET LLC</u>	<u>NV</u>	<u>LLC</u>	<u>N/A</u>
<u> </u>	<u> </u>	<u> </u>	<u> </u>
<u> </u>	<u> </u>	<u> </u>	<u> </u>
<u> </u>	<u> </u>	<u> </u>	<u> </u>

THIRD: The merger was approved by each domestic merging corporation in accordance with s.607.1101(1)(b), F.S., and by the organic law governing the other parties to the merger.

FOURTH: Please check one of the boxes that apply to surviving entity:

- ☒ This entity exists before the merger and is a domestic filing entity.
- ☐ This entity exists before the merger and is not authorized to transact business in Florida.
- ☐ This entity exists before the merger and is a domestic filing entity, and its Articles of Incorporation are being amended as attached.
- ☐ This entity is created by the merger and is a domestic corporation, and the Articles of Incorporation are attached.
- ☐ This entity is a domestic eligible entity and is not a domestic corporation and is being amended in connection with this merger as attached.
- ☐ This entity is a domestic eligible entity being created as a result of the merger. The public organic record of the survivor is attached.
- ☐ This entity is created by the merger and is a domestic limited liability limited partnership or a domestic limited liability partnership, its statement of qualification is attached.

FIFTH: Please check one of the boxes that apply to domestic corporations:

- ☒ The plan of merger was approved by the shareholders and each separate voting group as required.
- ☐ The plan of merger did not require approval by the shareholders.

SIXTH: Please check box below if applicable to foreign corporations

- ☐ The participation of the foreign corporation was duly authorized in accordance with the corporation's organic laws.

SEVENTH: Please check box below if applicable to domestic or foreign non corporation(s).

- ☒ Participation of the domestic or foreign non corporation(s) was duly authorized in accordance with each of such eligible entity's organic law.

EIGHTH: If other than the date of filing, the delayed effective date of the merger, which cannot be prior to nor more than 90 days after the date this document is filed by the Florida Department of State:

NOVEMBER 15, 2020

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.

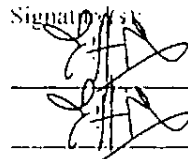
NINTH: Signature(s) for Each Party:

Name of Entity/Organization:

FOOD FLEET INC

FOOD FLEET LLC

Signature(s)



Typed or Printed
Name of Individual:

JEFFREY MORA

JEFFREY MORA

Corporations:

Chairman, Vice Chairman, President or Officer
(If no directors selected, signature of incorporator.)

General partnerships:

Signature of a general partner or authorized person

Florida Limited Partnerships:

Signatures of all general partners

Non-Florida Limited Partnerships:

Signature of a general partner

Limited Liability Companies:

Signature of an authorized person

PLAN OF MERGER

The following plan of merger, which was adopted and approved by each party to the merger in accordance with section(s) 607.1107, 617.1103, and/or 608.4381, is being submitted in accordance with section(s) 607.1108, and/or 608.438, Florida Statutes.

FIRST: The exact name and jurisdiction each merging party are as follows:

<u>Name</u>	<u>Jurisdiction</u>
FOOD FLEET, LLC	Nevada
FOOD FLEET, INC.	Florida

SECOND: The exact name and jurisdiction of the surviving party are as follows:

<u>Name</u>	<u>Jurisdiction</u>
FOOD FLEET, INC. FEIN: 47-3275554	Florida

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

\$10.00 and other good and valuable consideration.

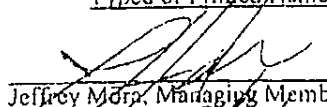
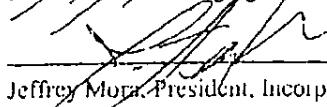
FOURTH:

A. The manner and basis of converting the interests, shares, obligations or other securities of each merged party into the interests, shares, obligations or other securities of the survivor, in whole or in part, into cash or other property are as follows:

Stock for Stock.

B. The manner and basis of converting rights to acquire interests, shares, obligations or other securities of each merged party into rights to acquire interests, shares, obligations or other securities of the surviving entity, in whole or in part, into cash or other property are as follows:

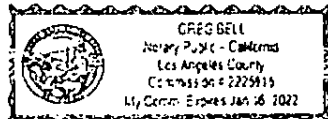
One Share for One Share.

<u>Name of Entity</u>	<u>Typed or Printed Name of Individual and Signature(s)</u>
FOOD FLEET, LLC.	 Jeffrey Mora, Managing Member
FOOD FLEET, INC.	 Jeffrey Mora, President, Incorporator, Director and Shareholder
	_____ Mark Adair, Vice-President, Director and Shareholder

STATE OF CALIFORNIA)
COUNTY OF LOS ANGELES) SS:

IN WITNESS WHEREOF, I have hereunto set my hand and seal at Los Angeles, CA
said County and State, this 3 day of December November 2020. (County and State)

set my hand and seal at Los Angeles, CA
 020. (County and State)
[Signature]
 NOTARY PUBLIC, State of California
 at Large



See ATTACHED CALIFORNIA ALL-PURPOSE ACKNOWLEDGEMENT

CALIFORNIA ALL-PURPOSE ACKNOWLEDGMENT

CIVIL CODE § 1189

A notary public or other officer completing this certificate verifies only the identity of the individual who signed the document to which this certificate is attached, and not the truthfulness, accuracy, or validity of that document.

State of California)

County of LOS ANGELES)

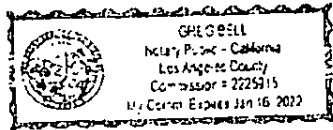
On December 3, 2020 before me, GREG BELL NOTARY PUBLIC
Date Here Insert Name and Title of the Officer

personally appeared Jeffrey MORA
Name(s) of Signer(s)

who proved to me on the basis of satisfactory evidence to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.

I certify under PENALTY OF PERJURY under the laws of the State of California that the foregoing paragraph is true and correct.

WITNESS my hand and official seal.



Signature [Signature]
Signature of Notary Public

Place Notary Seal Above

OPTIONAL

Though this section is optional, completing this information can deter alteration of the document or fraudulent reattachment of this form to an unintended document.

Description of Attached Document

Title or Type of Document: MINUTES RATTENNE PURCHASE Document Date: 12-3-2020

Number of Pages: _____ Signer(s) Other Than Named Above: _____

Capacity(ies) Claimed by Signer(s)

Signer's Name: _____
☐ Corporate Officer -- Title(s): _____
☐ Partner -- Limited General
☐ Individual Attorney in Fact
☐ Trustee Guardian or Conservator
☐ Other: _____

Signer Is Representing: _____

Signer's Name: _____
☐ Corporate Officer -- Title(s): _____
☐ Partner -- Limited General
☐ Individual Attorney in Fact
☐ Trustee Guardian or Conservator
☐ Other: _____

Signer Is Representing: _____

PLAN OF MERGER

The following plan of merger, which was adopted and approved by each party to the merger in accordance with section(s) 607.1107, 617.1103, and/or 608.4381, is being submitted in accordance with section(s) 607.1108, and/or 608.438, Florida Statutes.

FIRST: The exact name and jurisdiction each merging party are as follows:

<u>Name</u>	<u>Jurisdiction</u>
FLEET FOOD, LLC	Nevada
FLEET FOOD, INC.	Florida

SECOND: The exact name and jurisdiction of the surviving party are as follows:

<u>Name</u>	<u>Jurisdiction</u>
FLEET FOOD, INC. FHN: 47-3275554	Florida

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

\$10.00 and other good and valuable consideration.

FOURTH:

A. The manner and basis of converting the interests, shares, obligations or other securities of each merged party into the interests, shares, obligations or other securities of the survivor, in whole or in part, into cash or other property are as follows:

Stock for Stock.

B. The manner and basis of converting rights to acquire interests, shares, obligations or other securities of each merged party into rights to acquire interests, shares, obligations or other securities of the surviving entity, in whole or in part, into cash or other property are as follows:

One Share for One Share.

<u>Name of Entity</u>	<u>Typed or Printed Name of Individual and Signature(s)</u>
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FLEET FOOD, LLC.	_____ Jeffrey Mora, Managing Member
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FLEET FOOD, INC.	_____ Jeffrey Mora, President, Incorporator, Director and Shareholder
	_____ Mark Adair, Vice-President, Director and Shareholder

STATE OF FLORIDA)

SS:

COUNTY OF MIAMI- DADE)

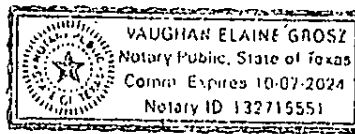
I HEREBY CERTIFY that JEFFREY MORA, as Managing Member of Fleet Foot, LLC, a Nevada limited liability company, and as President, Incorporator, Director and Shareholder of Fleet Foot Inc., a Florida corporation who provided Florida Identification Number _____ this day personally appeared before me by means of physical presence or online notarization and acknowledged that he executed the foregoing instrument freely and voluntarily for the uses and purposes therein expressed.

IN WITNESS WHEREOF, I have hereunto set my hand and seal at Miami, Florida, said County and State, this day of October 2020.

NOTARY PUBLIC, State of Florida
at Large

My Commission Expires:

STATE OF Texas)
COUNTY OF Hays) SS:



I HEREBY CERTIFY that MARK ADAIR, as Vice-President, Director and Shareholder of Fleet Food, Inc, a Florida corporation, who provided Identification TX DL # 42269135 this day personally appeared before me by means of physical presence or online notarization and acknowledged that he executed the foregoing instrument freely and voluntarily for the uses and purposes therein expressed.

IN WITNESS WHEREOF, I have hereunto set my hand and seal at Hays County in Texas.
said County and State, this 25 day of October 2020. (County and State)

NOTARY PUBLIC, State of
at Large

My Commission Expires: 10-7-2024