

P20000083356

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NOV 16 2020

CORPORATION SERVICE COMPANY
1201 Hays Street
Tallahassee, FL 32301
Phone: 850-558-1500

ACCOUNT NO. : I20000000195

REFERENCE : 508120 4300043

AUTHORIZATION :

[Signature]

COST LIMIT : \$ 87.50

ORDER DATE : November 12, 2020

ORDER TIME : 12:42 PM

ORDER NO. : 508120-010

CUSTOMER NO: 4300043

ARTICLES OF MERGER

GOLF CAT LTD.

INTO

GOLF CAT INC.

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

____ CERTIFIED COPY
XX PLAIN STAMPED COPY

CONTACT PERSON: Amanda Robinson 62968

EXAMINER'S INITIALS: _____

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)
GOLF CAT INC.	FLORIDA	P20000083354

Second: The name and jurisdiction of each merging corporation:

<u>Name</u>	<u>Jurisdiction</u>	<u>Document Number</u> (If known/ applicable)
GOLF CAT LTD.	NEW YORK	DOS ID # 4302724
GOLF CAT INC.	FLORIDA	P20000083354

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 ____ / ____ / ____ (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 October 27, 2020.

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 October 27, 2020.

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)

Seventh: SIGNATURES FOR EACH CORPORATION

Name of Corporation

Signature of an Officer or Director

Typed or Printed Name of Individual & Title

GOLF CAT INC.

DAVID BLACK, PRESIDENT

GOLF CAT LTD.

JOHN TREIBER, PRESIDENT

**PLAN OF MERGER
OF
GOLF CAT LTD.
(a New York corporation)
AND
GOLF CAT INC.
(a Florida corporation)**

PLAN OF MERGER dated as of October 27, 2020 by Golf Cat Ltd., a New York corporation ("NYCorp"), and Golf Cat Inc., a Florida corporation ("FLCorp").

WHEREAS, NYCorp has the authority to issue 200 common shares, no par value of which 200 common shares are outstanding;

WHEREAS, FLCorp has the authority to issue 200 common shares, no par value, of which 200 common shares are outstanding; and

WHEREAS, NYCorp and FLCorp wish to merge NYCorp with and into FLCorp pursuant to the provisions of the Business Corporation Law of the State of New York and the Florida Business Corporation Act of the State of Florida upon the terms and conditions hereinafter set forth.

NOW, THEREFORE, it is agreed as follows:

1. NYCorp shall be merged with and into FLCorp, which shall be the surviving corporation and which is sometimes hereinafter referred to as the "surviving corporation," and which shall continue to exist as such surviving corporation under the name "Golf Cat Inc." The separate existence of Golf Cat Ltd., which is hereinafter sometimes referred to as the "terminating corporation," shall cease at the effective time of the merger.

2. The Articles of Incorporation of the surviving corporation shall continue to be the Articles of Incorporation of such surviving corporation at the effective time of the merger.

3. The present by-laws of the surviving corporation, as now in force and effect, will be the by-laws of such surviving corporation.

4. The directors and officers of the surviving corporation at the effective time of the merger shall continue in such capacities and shall hold their directorships and offices until the election and qualification of their respective successors or until their tenure is otherwise terminated in accordance with the by-laws of the surviving corporation.

5. Each issued share of the terminating corporation shall, at the effective time of the merger, be converted into one share of the surviving corporation. The issued shares of the surviving corporation shall not be converted or exchanged in any manner, but each such share

which is issued as of the effective time of the merger shall continue to represent one share of the surviving corporation.

6. The terminating corporation and the surviving corporation shall cause to be executed and filed and recorded any document or documents prescribed by the laws of the State of New York and the State of Florida, and shall cause to be performed all necessary acts within the State of New York and the State of Florida, to effectuate the merger herein provided for.

7. The Board of Directors and the proper officers of the terminating corporation and of the surviving corporation are hereby authorized, empowered, and directed to do any and all acts and things, and to make, execute, deliver, file, and record any and all instruments, papers, and documents which shall be or become necessary, proper, or convenient to carry out or put into effect any of the provisions of this Plan of Merger or of the merger herein provided for.

8. This Plan of Merger, and the merger agreed upon herein, shall become effective upon filing of the Articles of Merger with the Secretary of State of the State of Florida.