

6/27/2017



Florida Department of State  
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MERGER OR SHARE EXCHANGE  
E.N.D. Corporation

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*Merger*

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COVER LETTER

TO: Amendment Section  
Division of Corporations

SUBJECT: E.N.D. Corporation, a Maryland Corporation

Name of Surviving Corporation

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

Please return all correspondence concerning this matter to following:

Frederick Kramer, Esquire

Contact Person

KRAMER HUY P.A.

Firm/Company

950 North Collier Boulevard, Suite 101

Address

Marco Island, Florida 34145

City/State and Zip Code

ccc@cooncolelaw.com

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

For further information concerning this matter, please call:

Curtis C. Coon, Esquire

At (410) 630-4425

Name of Contact Person

Area Code & Daytime Telephone Number

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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

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**ARTICLES OF MERGER**  
(Profit Corporations)

The following articles of merger are submitted in accordance with the Florida Business Corporation Act, pursuant to section 607.1305, Florida Statutes.

**First:** The name and jurisdiction of the surviving corporation:

<u>Name</u>	<u>Jurisdiction</u>	<u>Document Number</u> (If known/ applicable)
E.N.D. Corporation	Maryland	

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

<u>Name</u>	<u>Jurisdiction</u>	<u>Document Number</u> (If known/ applicable)
Sisiphus Management, Inc.	Florida	P12000099853

**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** N/A / / (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 June 2, 2017

The Plan of Merger was adopted by the board of directors of the surviving corporation on N/A 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 June 2, 2017

The Plan of Merger was adopted by the board of directors of the merging corporation(s) on N/A and shareholder approval was not required.

(Attach additional sheets if necessary)

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**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>
E.N.D. Corporation	Maryland
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**Second:** The name and jurisdiction of each merging corporation:

<u>Name</u>	<u>Jurisdiction</u>
Sisiphus Management, Inc.	Florida
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**Third:** The terms and conditions of the merger are as follows:

Sisiphus Management, Inc. shall merge into E.N.D. Corporation.

Each share of stock of Sisiphus Management, Inc. shall be exchanged for one thousand (1,000) shares of the Common Capital Stock of E.N.D. Corporation.

The offices of the surviving corporation shall be the offices of E.N.D. Corporation.

The principal places of business of the surviving corporation shall be 1916 FLEET STREET, BALTIMORE MD 21231.

The resident agent of the surviving corporation shall be NANCY CAUDILL, CAUDILL & ASSOCIATES, 1916 FLEET STREET, BALTIMORE MD 21231.

**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:

*(Attach additional sheets if necessary)*

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**FOURTH (continued):**

Each share of Sisiphus Management, Inc. issued and outstanding immediately prior to the merger shall, by virtue of the merger and without any action by the holder thereof, be converted into one thousand (1,000) validly issued, fully paid and nonassessable common share, \$.10 par value of E.N.D. Corporation, the surviving corporation.

Each share of E.N.D. Corporation immediately prior to the merger, shall by virtue of the merger and without any action on the part of the holder thereof, be automatically continued, and shall survive the merger.

[Plan of Merger continues on the following page]

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THE FOLLOWING MAY BE SET FORTH IF APPLICABLE:

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

The number of shares of stock authorized for the surviving Maryland corporation, E.N.D. Corporation, shall be increased from 1,000 shares at \$.10 par value to 1,500 shares at \$.10 par value.

OR

Restated articles are attached:

Other provisions relating to the merger are as follows:

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