

P210000001460

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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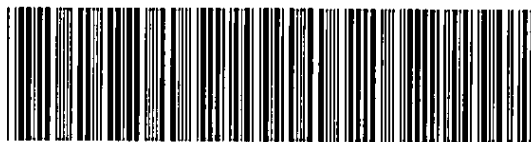
(Business Entity Name)

(Document Number)

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SECRETARY OF STATE  
TALLAHASSEE, FL

# PAUL RAMPPELL

Attorney

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Palm Beach, FL 33480  
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E-mail  
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June 10, 2021

By Fed Ex

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

Re: VL Florida Corporation  
FL Sec. of State Filing No. P21000001460

Dear Sir or Madam:

I deliver herewith the following original documents for filing:

1. Cover Letter to Amendment Section; and
2. Articles of Merger for VL Florida Corporation, the surviving Florida corporation, and Penobscot Corporation, the merging New Jersey corporation.

Also enclosed is my check in the amount of \$78.75 payable to the Florida Department of State to cover (a) the \$35.00 filing fee for the merger, (b) the \$35.00 filing fee for the surviving corporation, and (c) \$8.75 for a certified copy.

If anything further is required, please call me immediately.

Very truly yours,



Paul Rampell

Enclosures

Cc: Mr. David M. Brown

**COVER LETTER**

**TO:** Amendment Section  
Division of Corporations

**SUBJECT:** VL Florida Corporation

Name of Surviving Entity

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

Please return all correspondence concerning this matter to following:

Paul Rampell, Esq.

Contact Person

Paul Rampell, Lawyer

Firm/Company

400 Royal Palm Way, Suite 410

Address

Palm Beach, FL 33480

City/State and Zip Code

paul@rampell-law.com

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

For further information concerning this matter, please call:

Paul Rampell, Esq.

Name of Contact Person

At ( 561 ) 833-1116

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.

## 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)
VL Florida Corporation	Florida		P21000001460

**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)
Penobscot Corporation	New Jersey		6936519500

**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.

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TREASURY DEPARTMENT  
6936519500

**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 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.

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**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:

**June 30, 2021**

**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:

**Penobscot Corporation**

**VL Florida Corporation**

Signature(s):

*David M. Brown*  
*David M. Brown*

Typed or Printed  
Name of Individual:

**David M. Brown**

**David M. Brown**

Corporations:

General partnerships:

Florida Limited Partnerships:

Non-Florida Limited Partnerships:

Limited Liability Companies:

Chairman, Vice Chairman, President or Officer

*(If no directors selected, signature of incorporator.)*

Signature of a general partner or authorized person

Signatures of all general partners

Signature of a general partner

Signature of an authorized person

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