

04/28/2021 09:59AM 9045434301

DUSS KENNEY

PAGE 101/07

4/26/2021

Division of Corporations

Florida Department of State
Division of Corporations
Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

((H21000165544 3)))



H210001655443A3C

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:

Division of Corporations
Fax Number : (850)617-6380

From:

Account Name : DUSS, KENNEY, SAFER, HAMPTON & JOOS, P.A.
Account Number : I20090000089
Phone : (904)543-4300
Fax Number : (904)543-4301

Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.

Email Address: esafere@jartfirm.com

MERGER OR SHARE EXCHANGE
CARLEYCO, INC.

Certificate of Status	0
Certified Copy	0
Page Count	05
Estimated Charge	\$70.00

2021 APR 28 AM 8:56
SECRETARY OF STATE
TALLAHASSEE, FL

FILED

Merger

Electronic Filing Menu

Corporate Filing Menu

Help

RECEIVED

2021 APR 28 PM 4:04

04/28/2021 09:59AM 9045434301

DUSS KENNEY

PAGE 02/07

RECEIVED 04/28/2021 09:24AM 9045434301
850-617-6381

DUSS KENNEY
4/28/2021 9:25:11 AM PAGE 1/001 Fax Server



April 28, 2021

FLORIDA DEPARTMENT OF STATE
Division of Corporations

CARLEYCO, INC
279 VENTURA ROAD
ST. AUGUSTINE, FL 32080

SUBJECT: CARLEYCO, INC
REF: P21000003152

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refile the complete document, including the electronic filing cover sheet.

THE BOX CHECKED UNDER SECTION SEVENTH OF THE DOCUMENT SHOULD BE UN-CHECKED SINCE THIS STATEMENT DOES NOT APPLY TO THIS MERGER.

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.

Darlene Connell
Regulatory Specialist II Supervisor

FAX Aud. #: H21000165544
Letter Number: 721A00008749

(H21000165544 3)

COVER LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: CARLEYCO, 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:

Eliot J. Safer

Contact Person

Duss, Kenney, Safer, Hampton & Joos

Firm/Company

4348 Southpoint Blvd., Suite 101

Address

Jacksonville, FL 32216

City/State and Zip Code

esafer@jaxfirm.com

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

For further information concerning this matter, please call:

Eliot J. Safer

Name of Contact Person

At (904) 543-4310

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.

(H21000165544 3)

(H21000165544 3)

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>CARLEYCO, INC.</u>	<u>Florida</u>	<u>Corporation</u>	<u>P21000003152</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>Carley</u>	<u>California</u>	<u>Corporation</u>	<u>C0735945</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>
<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.

FILED
2021 APR 28 AM 8:56
SECRETARY OF STATE
TALLAHASSEE, FL

(H21000165544 3)

(H21000165544 3)

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).

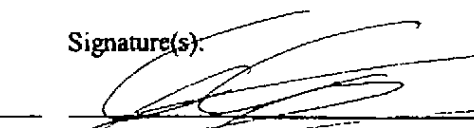

- ☐ Participation of the domestic or foreign non corporation(s) was duly authorized in accordance with each of such eligible entity's organic law.

(H21000165544 3)

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:

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:	Signature(s)	Typed or Printed Name of Individual:
Carley		Curtis Carley
Carleyco, Inc.		Curtis Carley

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

(H21000165544 3)

(H21000165544 3)

State of California
Secretary of State

CERTIFICATE OF STATUS

ENTITY NAME:

CARLEY

FILE NUMBER: C0735945
FORMATION DATE: 05/09/1975
TYPE: DOMESTIC CORPORATION
JURISDICTION: CALIFORNIA
STATUS: ACTIVE (GOOD STANDING)

I, ALEX PADILLA, Secretary of State of the State of California,
hereby certify:

The entity is authorized to exercise all of its powers, rights and
privileges in California.

This certificate relates to the status of the entity on the Secretary
of State's records and does not reflect documents that are pending
review or other events that may affect status.

No information is available from this office regarding the financial
condition, status of licenses, if any, business activities or
practices of the entity.



IN WITNESS WHEREOF, I execute this certificate
and affix the Great Seal of the State of
California this day of December 16, 2020.

ALEX PADILLA
Secretary of State

(H21000165544 3)

VRF