

P21000005296

TRANSMISSION OK

JOB NO. 4532  
 DESTINATION ADDRESS 18506176380  
 SUBADDRESS  
 DESTINATION ID  
 ST. TIME 12/28 15:56  
 TX/RX TIME 01' 35  
 PGS. 6  
 RESULT OK

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.

(((H20000441480 3)))



H200004414803ABCX

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 : TRIPP SCOTT, P.A.  
 Account Number : 075350000065  
 Phone : (954)525-7500  
 Fax Number : (954)761-8475

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

Email Address: mmm@trippscott.com

20 DEC 28 AM 11:09

FILED  
STATE  
CLERK OF STATE

MERGER OR SHARE EXCHANGE  
 CASH BACK CORPORATION

Certificate of Status	0
Certified Copy	0
Page Count	05
Estimated Charge	<del>\$70.00</del>

4140<sup>w</sup>

JAN 27 2021

D CUSHING

# 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)
Cash Back Corporation	Florida	Corporation	

**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)
Cash Back Corporation	Florida	Corporation	
Cash Back Corporation	South Carolina	Corporation	

**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  
20 DEC 28 AM 11:09  
CLERK OF STATE

**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:

**December 31, 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:	Signature(s):	Typed or Printed Name of Individual:
Cash Back Corporation (Florida corporation)	<u>David Heller</u>	David Heller, CEO
Cash Back Corporation (South Carolina corporation)	<u>David Heller</u>	David Heller, CEO
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____

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

**ARTICLES OF INCORPORATION  
OF  
CASH BACK CORPORATION**

The Incorporator named herein does hereby subscribe to and file these Articles of Incorporation for the purpose of organizing a corporation under the Florida Business Corporation Act.

**ARTICLE I  
NAME**

The name of this Corporation is:

**CASH BACK CORPORATION**

**ARTICLE II  
PURPOSE**

This Corporation is organized for the purpose of transacting any or all lawful business for which corporations may be incorporated under the Florida Business Corporation Act.

**ARTICLE III  
CAPITAL STOCK**

The number of shares of common stock that the Corporation is authorized to issue is Thirty Thousand (30,000) shares, consisting of Fifteen Thousand (15,000) shares of Class A voting common stock, par value \$1.00 per share, and Fifteen Thousand (15,000) shares of Class B non-voting common stock, par value \$1.00 per share, which classes shall be identical in all respects except that the Class A common stock shall be voting stock and the Class B common stock shall be nonvoting stock.

**ARTICLE IV  
PRINCIPAL OFFICE/MAILING ADDRESS OF CORPORATION**

The principal office and mailing address of this Corporation is:

133 Isle of Venice, #4A  
Fort Lauderdale, FL 33301

20 DEC 28 AM 11:09

CLERK  
OF  
STATE

**ARTICLE V  
INITIAL REGISTERED OFFICE AND AGENT**

The initial registered agent and the street address of the initial registered office of this Corporation in the State of Florida is:

David Heller  
133 Isle of Venice, #4A  
Fort Lauderdale, FL 33301

**ARTICLE VI  
INCORPORATOR**

The name and street address of the Incorporator is:

Christine P. Yates, Esq.  
Tripp Scott, PA  
110 SE 6<sup>th</sup> Street, 15<sup>th</sup> Floor  
Fort Lauderdale, FL 33301

**ARTICLE VII  
AMENDMENT**

These Articles of Incorporation may only be amended by the Board of Directors (but only to the extent permitted by the Florida Business Corporations Act) or by the vote of shareholders holding a majority of the issued and outstanding common stock of the Corporation.

IN WITNESS WHEREOF, the undersigned Incorporator and Registered Agent have executed these Articles of Incorporation this 28th day of December, 2020.

*Christine P. Yates*  
Christine P. Yates, Incorporator

THE UNDERSIGNED, named as the registered agent in Article V of these Articles of Incorporation, hereby accepts the appointment as such registered agent, agrees to act in this capacity, and acknowledges that he is familiar with, and accepts the obligations imposed upon registered agents under the Florida Business Corporation Act, including specifically Section 607.0505.

*David Heller*  
David Heller,  
Registered Agent