

P220000069281

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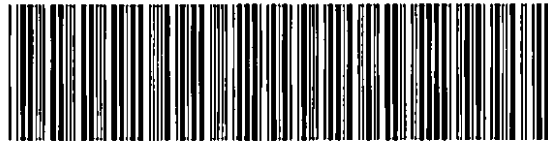
(Business Entity Name)

(Document Number)

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**MERGER**

**TECHNOLOGY MANAGEMENT ASSOCIATES, INC**

(CORPORATE NAME AND DOCUMENT #)

(CORPORATE NAME AND DOCUMENT #)

(CORPORATE NAME AND DOCUMENT #)

(CORPORATE NAME AND DOCUMENT #)

(CORPORATE NAME AND DOCUMENT #)

(CORPORATE NAME AND DOCUMENT #)

**SPECIAL  
INSTRUCTIONS:**

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# ARTICLES OF MERGER

2022 SEP -8 PM 3: 23

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)
TECHNOLOGY MANAGEMENT ASSOCIATES, INC.	FL	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)
TECHNOLOGY MANAGEMENT ASSOCIATES, INC.	MI	CORPORATION	800470608

**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.

**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:

**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:
TECHNOLOGY MANAGEMENT ASSOCIATES, INC.	<i>Menachem Mendel Rimler</i>	Menachem Mendel Rimler, CEO
TECHNOLOGY MANAGEMENT ASSOCIATES, INC.	<i>Menachem Mendel Rimler</i>	Menachem Mendel Rimler, 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**

In compliance with Chapter 607 and/or Chapter 621, F.S. (Profit)

### **ARTICLE I: NAME**

The name of the corporation shall be: **TECHNOLOGY MANAGEMENT ASSOCIATES, INC.**

### **ARTICLE II: PRINCIPAL OFFICE**

Principal Street Address & Mailing Address: 6103 Royal Poinciana Ln, Tamarac, FL 33319

### **ARTICLE II: PURPOSE:**

The purpose for which the corporation is organized is any lawful purpose.

### **ARTICLE IV: SHARES**

The number of shares of stock is 50,000 with a par value of \$1.00 per share.

### **ARTICLE V: INITIAL OFFICERS**

Sarah Rimler, President  
6103 Royal Poinciana Ln  
Tamarac FL 33319

Menachem Mendel Rimler, CEO  
6103 Royal Poinciana Ln  
Tamarac FL 33319

### **ARTICLE VI: REGISTERED AGENT**

The name and Florida street address of the registered agent is:

**Menachem Mendel Rimler**  
6103 Royal Poinciana Ln  
Tamarac FL 33319

### **ARTICLE VII: INCORPORATOR**

The name and address of the Incorporator is:

Menachem Mendel Rimler  
6103 Royal Poinciana Ln  
Tamarac FL 33319

**ARTICLE VIII: RELATIVE RIGHTS, PREFERENCES AND LIMITATION OF THE SHARES OF EACH CLASS**

- A. Pre-emptive Rights: The registered holders of shares of stock in the Corporation shall have Pre-emptive rights to purchase at such equitable prices, terms and conditions as shall be fixed by the Board of Directors, those shares of stock of the Corporation as may be issued from time to time after the initial issuance of stock in the Corporation. Such Pre-Emptive Rights shall apply to all shares issued after the initial issuance of stock whether such additional shares constitute a part of the shares presently or subsequently authorized or constitute shares of a stock hold in treasury by the Corporation. No shares of stock shall be issued to directors, officers, or employees of the Corporation unless first offered to all holders of issued stock in accordance with the Pre-emptive rights.
- B. First Refusal: No shares may be sold by any shareholder without first offering those shares to all of the other shareholders in amounts proportionally equal to their holdings at the time of said offer and upon similar terms to each. All such offers shall be in writing and each offeree shall have thirty (30) days from the date of receipt of said offer to accept or reject same.

*Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity*

Menachem Mendel Riuler

2022-09-02

*Required Signature/Registered Agent*

*Date*

*I submit this document and affirm that the facts stated herein are true. I am aware that the false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.*

Menachem Mendel Riuler

2022-09-02

*Required Signature/Incorporator*

*Date*