

P93000003741

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

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☐ MAIL

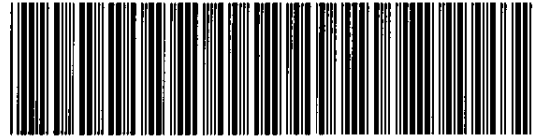
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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merger

11/10/11--01010--013 **35.00

11/03/11--01032--006 **43.75

FILED
2011 NOV -3 PM 12:39
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

NR
11/10/11

PARADY & ZIKAKIS, P.A.
307 SE 14TH STREET
FORT LAUDERDALE, FLORIDA 33316

Salome J. Zikakis
William A. Parady

Telephone (954) 728-9799
Fax (954) 728-9722

Nov 8, 2011

Personal & Confidential
Florida Secretary of State
Amendment Section
Attn: Annette Ramsey
P.O. Box 6327
Tallahassee, FL 32314

Re: Toto Enterprises, Inc.
Articles of Merger of Tropical Drywall, Inc. into Toto Enterprises, Inc.

Dear Annette:

Enclosed please find a check for \$35.00 payable to the Florida Department of State for the additional fees for this filing and a certified copy of the documents referenced above. I previously sent a check in the amount of \$48.75. The two checks should total the filing fees for the above referenced merger.

If you have any questions concerning this matter, please feel free to contact me.

Very truly yours,



William A. Parady

cc: Christopher R. Vincent

RECEIVED
11 NOV -9 PM 1:08
TALLAHASSEE, FLORIDA

COVER LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: Toto Enterprises, Inc.
Name of Surviving Corporation

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

Please return all correspondence concerning this matter to following:

William A. Parady, Esq.

Contact Person

Parady & Zikakis, P.A.

Firm/Company

307 SE 14th Street

Address

Fort Lauderdale, FL 33316

City/State and Zip Code

billparady@yahoo.com

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

For further information concerning this matter, please call:

William A. Parady, Esq.

Name of Contact Person

At (954)

728-9799

Area Code & Daytime Telephone Number



Certified copy (optional) \$8.75 (Please send an additional copy of your document if a certified copy is requested)

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

ARTICLES OF MERGER

(Profit Corporations)

FILED

2011 NOV -3 PM 12:39

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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 corporation:

<u>Name</u>	<u>Jurisdiction</u>	<u>Document Number</u> (If known/ applicable)
Toto Enterprises, Inc.	Florida	P93000003741

Second: The name and jurisdiction of each merging corporation:

<u>Name</u>	<u>Jurisdiction</u>	<u>Document Number</u> (If known/ applicable)
Tropical Drywall, Inc.	Florida	M96981

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 / / (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.)

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 October 5, 2011

The Plan of Merger was adopted by the board of directors of the surviving corporation on _____ 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 October 5, 2011

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

(Attach additional sheets if necessary)

Seventh: SIGNATURES FOR EACH CORPORATION

Name of Corporation

Signature of an Officer or Director

Typed or Printed Name of Individual & Title

Toto Enterprises, Inc.

OK OK

Christopher R. Vincent, President & Dir.

Tropical Drywall, Inc.

Christopher R. Vincent, President & Dir.

Age Group	Total (%)	Female (%)	Male (%)	Under 18 (%)	18-24 (%)
18-24	~1.5	~1.5	~1.5	~1.5	~1.5
25-34	~2.5	~2.5	~2.5	~2.5	~2.5
35-44	~3.5	~3.5	~3.5	~3.5	~3.5
45-54	~4.5	~4.5	~4.5	~4.5	~4.5
55-64	~5.5	~5.5	~5.5	~5.5	~5.5
65-74	~6.5	~6.5	~6.5	~6.5	~6.5
75+	~7.5	~7.5	~7.5	~7.5	~7.5

Age Group	Percentage
18-24	10%
25-34	20%
35-44	25%
45-54	20%
55-64	15%
65-74	10%
75-84	5%
85+	5%

[illegible]

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:

Name

Jurisdiction

Toto Enterprises, Inc.

Florida

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

Name

Jurisdiction

Tropical Drywall, Inc.

Florida

Third: The terms and conditions of the merger are as follows:

Toto Enterprises, Inc. and Tropical Drywall, Inc. are both wholly owned by Christopher R. Vincent. Toto Enterprises, Inc. assumes the entire assets and liabilities of Tropical Drywall, Inc. and will operate the business of both entities as Toto Enterprises, Inc. going forward from the date of the merger of the Tropical Drywall, Inc. into Toto Enterprises, Inc.

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:

The owner of the shares of each corporation being identical, the shares of Tropical Drywall, Inc. shall be included in the shares of Toto Enterprises, Inc. Only the shares of Toto Enterprises, Inc. will survive the merger.

(Attach additional sheets if necessary)