

P93600081396

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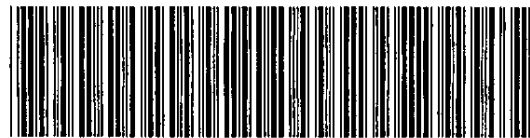
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Werner
AKC

COVER LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: ALLIED DIVERSIFIED, 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:

Samuel A. Block

Contact Person

Samuel A. Block, P.A.

Firm/Company

1555 Indian River Blvd. Suite B-125

Address

Vero Beach, Florida 32960

City/State and Zip Code

sblock@blocklaw.org

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

For further information concerning this matter, please call:

Samuel A. Block

Name of Contact Person

At (772)

794-1918

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

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

ALLIED DIVERSIFIED, INC.

FLORIDA

Second: The name and jurisdiction of each merging corporation:

Name

Jurisdiction

HAULIN TRASH, INC.

FLORIDA

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CLERK OF COURT
HALL COUNTY, FLORIDA

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

The purpose for integrating construction "roll-off" containers (dumpsters) into our existing business was to reduce the job costs and increase our profitability. In addition, by having dumpsters at our job sites' it allows our company to provide our customers with a quicker, more efficient performance of their work. We can remove the excavation debris and ship to the landfill as we complete the job, rather than hiring a company to perform this task. The surviving corporation shall continue to pay all liabilities of merging corporation. The assets of merging corporation shall be re-titled in surviving corporation name.

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 surviving corporation paid on behalf of merging corporation, the purchase price of (i) \$30,000.00 in 2010 for merging corporation assets to wit: 1998 GMC cable truck and 30 roll off dumpster containers and (see attached) *(Attach additional sheets if necessary)*

(ii) executed a lease/purchase agreement for \$42,000.00 in 2013. Surviving corporation paid on behalf of merging corporation all the operating expenses for merging corporation assets i.e. insurance and maintenance.

The 2000 shares of capital stock of merging corporation shall be cancelled and returned to the Treasury of the corporation. Once the shares are cancelled the 2000 shares in Treasury shall be merged into and become a part of the shares of the surviving corporation.

ARTICLES OF MERGER

(Profit Corporations)

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)
ALLIED DIVERSIFIED, INC.	FLORIDA	P93000081396

Second: The name and jurisdiction of each merging corporation:

<u>Name</u>	<u>Jurisdiction</u>	<u>Document Number</u> (If known/ applicable)
HAULIN TRASH, INC.	FLORIDA	P03000046959

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 August 20, 2013.

The Plan of Merger was adopted by the board of directors of the surviving corporation on [redacted] 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 August 20, 2013

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

ALLIED DIVERSIFIED, INC.

BTmccl

BRUCE T. McCULLERS, PRESIDENT

HAULIN TRASH, INC.

BTmccl

BRUCE T. McCULLERS, PRESIDENT

THE FOLLOWING MAY BE SET FORTH IF APPLICABLE:

Amendments to the articles of incorporation of the surviving corporation are indicated below or attached:

OR

Restated articles are attached:

Other provisions relating to the merger are as follows: