

P94000087418

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐

PICK-UP

☐

WAIT

☐

MAIL

(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only

1-4-2010



900163932269

12/29/09--01022--029 **70.00

2009 DEC 29 AM 11:11
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

mercer
S

COVER LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: KORAL MANUFACTURING, 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:

CYNTHIA J. PFEIFFER, ATTORNEY
Contact Person

CYNTHIA J. PFEIFFER, ATTORNEY
Firm/Company

P.O. BOX 2143
Address

LARGO, FL 33779
City/State and Zip Code

mbkoral@tampabay.rr.com
E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

CYNTHIA J. PFEIFFER, ATTORNEY At (727) 447-8486
Name of Contact Person 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)

The following articles of merger are submitted in accordance with the Florida Business Corporation Act, pursuant to section 607.1105, Florida Statutes.

FILED
2009 DEC 29 AM 11:11
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

First: The name and jurisdiction of the surviving corporation:

<u>Name</u>	<u>Jurisdiction</u>	<u>Document Number</u> (If known/ applicable)
KORAL MANUFACTURING, INC.	FLORIDA	P94000087418

Second: The name and jurisdiction of each merging corporation:

<u>Name</u>	<u>Jurisdiction</u>	<u>Document Number</u> (If known/ applicable)
BARKOVIK ENTERPRISES, INC.	FLORIDA	P03000066574
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____

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 December 28, 2009.

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 December 28, 2009.

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)

Typed or Printed Name of Individual & Title

Marla Barkoviak, Pres.

Steven Barkoviak, VP

Marla Barkoviak, Pres.

Steven Barkoviak, Dir.

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

KORAL MANUFACTURING, INC.

FLORIDA

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

Name

Jurisdiction

BARKOVIK ENTERPRISES, INC.

FLORIDA

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

Upon the terms and subject to the conditions of an Agreement and Plan of Merger dated December 28, 2009, (Merger Agreement), Barkovik Enterprises Inc., A Florida Corporation, shall be merged with and into Koral Manufacturing Inc., a Florida Corporation, in accordance with the applicable provisions of the Florida Business Corporations Act. In accordance with the provisions of the Merger Agreement, the separate existence of Barkovik Enterprises Inc. shall cease. Koral Manufacturing Inc. shall be the surviving corporation in the Merger and shall continue under the laws of the State of Florida.

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:

PLEASE SEE ATTACHED

(Attach additional sheets if necessary)

FOURTH:

As of the date and time at which the Articles of Merger is filed with the Registration Section of the Division of Corporations of the State of Florida, and be virtue of the merger and without any action on the part of the parties or the registered holders of any shares of the capital stock of Koral Manufacturing Inc. (each a "Company shareholder" and collectively the "Company Shareholders"):

The stock of Barkoviak Enterprises Inc. shall be converted into and become fully paid and non-assessable shares of common stock, par value \$1 per share, of the surviving corporation, Koral Manufacturing, Inc..

The number of shares of Koral Manufacturing Inc. common stock issued to each shareholder of Barkoviak Enterprises Inc. in accordance with the Merger Agreement shall hereafter be collectively referred to as the "Merger Shares". At the Effective Time, all shareholder interests of Barkoviak Enterprises, Inc., shall no longer be outstanding and shall automatically be cancelled and retired and shall cease to exist, and each shareholder of Barkoviak Enterprises Inc. shall cease to have any rights with respect thereto, except the right to receive the merger shares.