

P 95000016968

Florida Department of State  
Division of Corporations  
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Email Address: trossi@rgimarketing.com

2022 APR 25 PM 4:00  
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TALLAHASSEE, FLORIDA  
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**MERGER OR SHARE EXCHANGE**

**RGI Marketing Group, Inc.**

Certificate of Status	0
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Page Count	01
Estimated Charge	\$70.00

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*Merger*



April 20, 2022

FLORIDA DEPARTMENT OF STATE  
Division of Corporations

RGI MARKETING GROUP, INC.  
2900 W ORANGE AVE  
SUITE 100  
APOPKA, FL 32703US

SUBJECT: RGI MARKETING GROUP, INC.  
REF: P95000016968

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

As a condition of a merger, pursuant to s.605.0212(8) and/or s.607.1622 (8), Florida Statutes, each party to the merger must be active and current in filing its annual reports with the Department of State through December 31 of the calendar year in which the articles of merger are submitted for filing.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6823.

Annette Ramsey  
OPS

FAX Aud. #: H22000141338  
Letter Number: 822A00009223

\*\*COPY OF ANNUAL REPORTS FILED 04/19/2022 + 4/22/2022  
ATTACHED TO THIS FAX\*\*



April 21, 2022

FLORIDA DEPARTMENT OF STATE  
Division of Corporations

RGI MARKETING GROUP, INC.  
2900 W ORANGE AVE  
SUITE 100  
APOPKA, FL 32703US

SUBJECT: RGI MARKETING GROUP, INC.  
REF: P95000016968

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As a condition of a merger, pursuant to s.605.0212(8) and/or s.607.1622 (8), Florida Statutes, each party to the merger must be active and current in filing its annual reports with the Department of State through December 31 of the calendar year in which the articles of merger are submitted for filing.

RGI MOBILITY SOLUTIONS INC needs to file their 2022 annual report.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6823.

Annette Ramsey  
OPS

FAX Aud. #: H22000141338  
Letter Number: 322A00009305

**ARTICLES OF MERGER OF  
RGI MOBILITY SOLUTIONS, INC.  
WITH AND INTO  
RGI MARKETING GROUP, INC.**

Pursuant to the provisions of Section 607.1105 of the Florida Statutes, the undersigned hereby adopt the following Articles of Merger:

**ARTICLE I – Name of Surviving Corporation**

The name of the surviving corporation is RGI MARKETING GROUP, INC., a Florida corporation ("RGI Marketing Group, Inc."). The Florida document number of RGI Marketing Group, Inc. is P95000016968.

**ARTICLE II – Name of Merging Corporation**

The name of the merging corporation is RGI MOBILITY SOLUTIONS, INC., a Florida corporation ("RGI Mobility Solutions"). The Florida document number of RGI Mobility Solutions is P18000088705. This entity exists before the merger and is a domestic filing entity.

**ARTICLE III - Plan of Merger**

The Plan of Merger of RGI Mobility Solutions, Florida document number P18000088705, with and into RGI Marketing Group, Inc., Florida document number P95000016968, with RGI Marketing Group, Inc. being the surviving corporation, is set forth below:

1. RGI Mobility Solutions shall merge with and into RGI Marketing Group, Inc., with RGI Marketing Group, Inc. as the surviving corporation.

2. Upon the consummation of the merger of RGI Mobility Solutions with and into RGI Marketing Group, Inc., the separate existence of RGI Mobility Solutions shall cease. RGI Marketing Group, Inc., as the surviving corporation, shall continue to exist by virtue of the laws of the State of Florida. The title to all property of every description, whether real or personal, and all interests, rights, privileges, powers and franchises of RGI Marketing Group, Inc. shall not be affected by the merger and upon the merger, RGI Marketing Group, Inc., without further act or deed and without reversion or impairment, shall own and possess all the property of every description, real or personal, and all interests, rights, privileges, powers and franchises of RGI Mobility Solutions, prior to the merger as provided in Section 607.1106 of the Florida Statutes. Further, as provided in Section 607.1106 of the Florida Statutes, all rights of creditors and any person or persons dealing with RGI Mobility Solutions, shall be preserved and remain unimpaired by the merger, all liens upon the properties of RGI Mobility Solutions, shall be preserved and remain unimpaired by the merger, and all debts, liabilities, obligations and duties of RGI Mobility Solutions, shall henceforth attach to RGI Marketing Group, Inc. and may be enforced against RGI Marketing Group, Inc. to the same extent as if such obligations and duties had been incurred by RGI Marketing Group, Inc.. Additionally, any existing claim or action or proceeding pending by or against RGI Mobility Solutions or RGI Marketing Group, Inc. may be continued as if the merger did not occur or RGI Marketing Group, Inc. may be substituted in such proceedings for RGI Mobility Solutions.

3. The manner and basis of converting the shares, options and warrants of RGI Mobility Solutions into ownership of RGI Marketing Group, Inc. are as follows:

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2022 APR 25 PM 4:00  
CLERK OF DISTRICT COURT  
TALLAHASSEE FLORIDA

a. At the effective date of the merger, all shares of stock of RGI Mobility Solutions issued and outstanding immediately prior to the merger shall be cancelled and shall become null and void.

b. At the effective date of the merger, each share of common stock of RGI Marketing Group, Inc., issued and outstanding shall remain issued and outstanding.

4. The officers and directors of the surviving corporation, RGI Marketing Group, Inc., immediately prior to the merger shall be and remain the officers and directors of RGI Marketing Group, Inc., after the merger.

ARTICLE IV – Effective Date

The merger shall become effective upon the filing of these Articles of Merger with the Florida Division of Corporations.

ARTICLE V - Adoption of Plan of Merger by Surviving Corporation

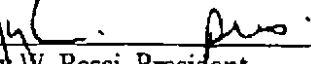
The Plan of Merger was approved by the shareholders of the surviving corporation, RGI Marketing Group, Inc., on April 19, 2022 in accordance with Section 607.0704, Florida Statutes.

ARTICLE V - Adoption of Plan of Merger by Merging Corporation

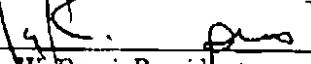
The merger was approved by RGI Mobility Solution, the merging entity, in accordance with Florida Statutes §607.1101(1)(b). The Plan of Merger was approved by the shareholders of the merging corporation, RGI Mobility Solutions, on April 19, 2022 in accordance with Section 607.0704, Florida Statutes.

DATED April 19, 2022.

RGI MOBILITY SOLUTIONS, INC.

By:   
Anthony W. Rossi, President

RGI MARKETING GROUP, INC.

By:   
Anthony W. Rossi, President