

P95000018971

RONALD J. LIPTON
(Requestor's Name)

7021 SPENCER DRIVE
(Address)

(Address)

TALLAHASSEE, FL. 32312
(City/State/Zip/Phone #)

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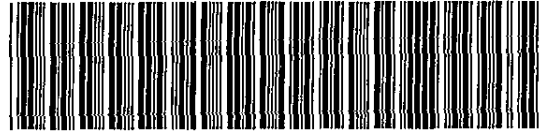
AUTOMOTIVE ASSOCIATES OF TALLAHASSEE, INC.
(Business Entity Name)

(Document Number)

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Merger

04/29/03--01002--001 **440.00

FILED
03 APR 28 PM 3:03
TALLAHASSEE, FLORIDA

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03 APR 28 PM 3:01
STATE
TALLAHASSEE, FLORIDA

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APR
4/28/03

ARTICLES OF MERGER
Merger Sheet

MERGING: _____

AUTOMOTIVE PARTNERS OF TALLAHASSEE, INC., a Florida corp.
P95000032237

INTO

AUTOMOTIVE ASSOCIATES OF TALLAHASSEE, INC., a Florida entity,
P95000018971.

File date: April 28, 2003

Corporate Specialist: Annette Ramsey

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, F.S.

First: The name and jurisdiction of the surviving corporation are:

Name

Jurisdiction

AUTOMOTIVE ASSOCIATES OF TALLAHASSEE, INC. FLORIDA

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

Name

Jurisdiction

AUTOMOTIVE PARTNERS OF TALLAHASSEE, INC. FLORIDA

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 04/28/03 (Enter a specific date. NOTE: An effective date cannot be prior to the date of filing or more than 90 days in the future.)

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 4-25-03.

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 4-25-03.

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

RONALD LIPTON PRESIDENT

RONALD LIPTON PRESIDENT

PLAN OF MERGER

(Non Subsidiaries)

The following plan of merger is submitted in compliance with section 607.1101, F.S. and in accordance with the laws of any other applicable jurisdiction of incorporation.

First: The name and jurisdiction of the surviving corporation are:

Name

Jurisdiction

AUTOMOTIVE ASSOCIATES OF TALLAHASSEE, FL. FLORIDA

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

Name

Jurisdiction

AUTOMOTIVE PARTNERS OF TALLAHASSEE, FL. FLORIDA

_____	_____
_____	_____
_____	_____
_____	_____

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

AUTOMOTIVE ~~PARTNERS~~ ASSOCIATES WILL ABSORB ALL SHARES OF AUTOMOTIVE PARTNERS

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:

SHARES WILL BE DIVIDED AMONGST THE SHAREHOLDERS OF AUTOMOTIVE ASSOCIATES OF TALL, INC.

(Attach additional sheets if necessary)