

PA-5000051277

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*Merge*  
APR 17 2017  
R. WHITE

17 APR 14 AM 9:25



FLORIDA DEPARTMENT OF STATE  
Division of Corporations

April 3, 2017

MIGUEL SHIHADAH  
5667 NW 36TH ST  
MIAMI SPRINGS, FL 33166

SUBJECT: ORION FOOD STORES, INC.  
Ref. Number: P95000051277

We have received your document for ORION FOOD STORES, INC., however, upon receipt of your document no check was enclosed. Please return your **document** along with a **check** or **money order** made payable to the Department of State for \$70.00.

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) 245-6050.

Rebekah White  
Regulatory Specialist II

Letter Number: 617A00006315

**COVER LETTER**

**TO:** Amendment Section  
Division of Corporations

**SUBJECT:** ORION FOOD STORES, 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:

MIGUEL SHIHADDEH

Contact Person

ORION FOOD STORES, INC.

Firm/Company

5667 NW 36TH STREET

Address

MIAMI SPRINGS, FL 33166

City/State and Zip Code

mike@orionfoodstores.com

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

For further information concerning this matter, please call:

Mike Shihadeh

Name of Contact Person

At (305)

200-3877

Area Code & Daytime Telephone Number

RECEIVED  
17 MAR 30 PM 3:22  
DEPARTMENT OF REVENUE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

☐ 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

David  
786-457-4991

# ARTICLES OF MERGER

(Profit Corporations)

17 APR 14 AM 9:26

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)
ORION FOOD STORES, INC.	Florida	

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

<u>Name</u>	<u>Jurisdiction</u>	<u>Document Number</u> (If known/ applicable)
ORION REALESTATE INVESTMENT, 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** 12 / 31 / 2016 (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.)

**Note:** If the date inserted in this block does not meet the applicable statutory filing requirements, this date will not be listed as the document's effective date on the Department of State's records.

**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 \_\_\_\_\_.

The Plan of Merger was adopted by the board of directors of the surviving corporation on 12/31/2016 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 \_\_\_\_\_.

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)

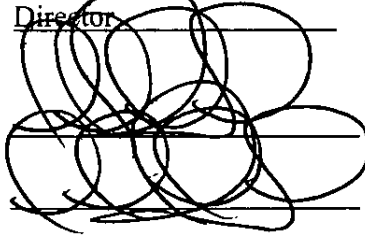
**Seventh: SIGNATURES FOR EACH CORPORATION**

Name of Corporation

Signature of an Officer or  
Director

Typed or Printed Name of Individual & Title

ORION FOOD STORES, INC.

A large, stylized handwritten signature in black ink, consisting of several overlapping loops and curves, covering the signature line and extending slightly into the adjacent columns.

MIGUEL SHIHADDEH

ORION REALESTATE INVES

MIGUEL SHIHADDEH

## **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

ORION FOOD STORES, INC.

Florida

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

Name

Jurisdiction

ORION REALESTATE INVESTMENT, INC.

Florida

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

PLAN OF MERGER ("PLAN"), dated December 31, 2016, among ORION FOOD STORES, INC, a Florida corporation ("OFS") and ORION REALESTATE INVESTMENT, INC. a Florida corporation ("ORI")

WHEREAS, the boards of directors of each OFS and ORI have approved this PLAN and adopted the plan of merger set forth herein whereby merging corporation will merge with and into the surviving corporation upon the terms and subject to the conditions set forth in this Plan.

The MERGER, upon the terms and subject to the conditions set forth in this PLAN, at the effective time (12/31/2016), ORI and OFS shall be merged with and into the surviving corporation in the PLAN and the separate corporate existence of OFS with all its rights, privileges, immunities, powers shall continue unaffected by the Merger.

The Plan of Merger was adopted by a vote of the sole director and sole shareholder of OFS and ORI pursuant to Florida Statutes, Section 607.1104.

**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:

*(Attach additional sheets if necessary)*

**THE FOLLOWING MAY BE SET FORTH IF APPLICABLE:**

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

The articles of incorporation of ORION FOOD STORES, INC. as in effect immediately prior to the merger shall be the articles of incorporation.

**OR**

Restated articles are attached:

Other provisions relating to the merger are as follows: