

PAS 00052269

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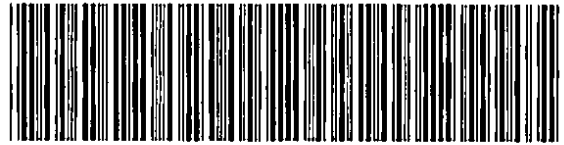
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(Document Number)

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TALLAHASSEE, FL

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## COVER LETTER

**TO:** Amendment Section  
Division of Corporations

**SUBJECT:** Hackett Enterprises, 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:

Charles J. Allen

\_\_\_\_\_  
Contact Person

Edmondson Sage Dixon, PLLC

\_\_\_\_\_  
Firm/Company

402 Enterprise Drive

\_\_\_\_\_  
Address

Oxford, MS 38655

\_\_\_\_\_  
City/State and Zip Code

callen@esdlawfirm.com

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

For further information concerning this matter, please call:

Charles J. Allen

\_\_\_\_\_  
Name of Contact Person

At ( 662 ) 371-4110

\_\_\_\_\_  
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

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# ARTICLES OF MERGER

(Profit Corporations)

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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)
Hackett Enterprises, Inc.	Florida	P95000052269

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

<u>Name</u>	<u>Jurisdiction</u>	<u>Document Number</u> (If known/ applicable)
Hackett Enterprises, Inc.	Mississippi	514774

**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.)

**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 February 21, 2019.

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)

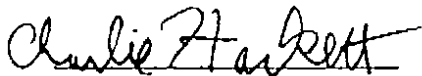
The Plan of Merger was adopted by the shareholders of the merging corporation(s) on February 21, 2019.

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)

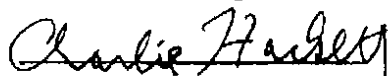
Seventh: SIGNATURES FOR EACH CORPORATIONName of CorporationSignature of an Officer or  
DirectorTyped or Printed Name of Individual & Title

Hackett Enterprises, Inc. (FL)



Charlie Hackett, President

Hackett Enterprises, Inc. (MS)



Charlie Hackett, President

# **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

Hackett Enterprises, Inc.

Florida

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

Name

Jurisdiction

Hackett Enterprises, Inc.

Mississippi

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

All one hundred shares of stock of Hackett Enterprises, Inc. (MS) will be transferred to Hackett Enterprises, Inc. (FL) and all assets of Hackett Enterprises, Inc. (MS) will be transferred to Hackett Enterprises, Inc. (FL). This merger is a reorganization from a Mississippi corporation to a Florida corporation and is intended to qualify as a type "F" reorganization under Section 368 of the Internal Revenue Code.

**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:

OR

Restated articles are attached:

Other provisions relating to the merger are as follows:

The additional terms of the merger are attached hereto as originally agreed upon effective as of June 15, 1995. However, no Articles of Merger were ever filed with the Secretary of State for the State of Florida. Accordingly, these Articles of Merger are being filed so that the merger will be documented and recorded in the records of Secretary of State for the State of Florida.

**HACKETT ENTERPRISES, INC.**  
Type "F" Reorganization under IRS code Sec. 368

Hackett Enterprises, Inc. hereby enters into an IRS Type "F" reorganization, due to the change of personal domicile of Charlie J. Hackett, the sole stockholder of this corporation. The new personal domicile is 79 Fiesta Way, Ft. Lauderdale, FL, 33301.

Hackett Enterprises, Inc. is being registered as a Florida corporation effective June 15, 1995.

All one hundred (100) shares of Hackett Enterprises, Inc. (MS) stock will be exchanged for one hundred (100) shares of Hackett Enterprises, Inc. (FL). Stock ownership will remain the same. All stock is owned by Charlie J. Hackett. Federal Tax ID # 59-2335521 and S Corporation status remain the same.

Hackett Enterprises, Inc., continues to be in the real estate management business.

The Incorporator in the State of Florida shall be Helen H. Sposa. The directors of Hackett Enterprises, Inc. are Charlie J. Hackett, President and Treasurer and Helen H. Sposa, Secretary.

No stock is issued in the name of Helen H. Sposa. Helen H. Sposa does hold an option to purchase a portion of the outstanding stock of Hackett Enterprises, Inc.

Approved this first day of June, 1995.

  
Charlie J. Hackett, President

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