

Florida Department of State
Division of Corporations
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((H220001201373)))



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To:

Division of Corporations
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**MERGER OR SHARE EXCHANGE
NANLAUR INVESTMENTS (FLORIDA), INC.**

Certificate of Status	0
Certified Copy	1
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RECEIVED

2022 APR -4 PM 12:24

SECRETARY OF STATE
TALLAHASSEE, FL

2022 APR -1 AM 8:24

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April 4, 2022

FLORIDA DEPARTMENT OF STATE

Division of Corporations

NANLAUR INVESTMENTS (FLORIDA), INC.
25 IMPERIAL STREET
500
TORONTO, ON M5P 1-B9CA

SUBJECT: NANLAUR INVESTMENTS (FLORIDA), INC.
REF: P96000044802

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. #: B22000120137
Letter Number: 622A00007749

**Please maintain the original
filing date of April 1, 2022.
Thank you!**

P.O BOX 6327 - Tallahassee, Florida 32314

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ARTICLES OF MERGER

2022 APR -1 AM 8:24

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 entity:

<u>Name</u>	<u>Jurisdiction</u>	<u>Entity Type</u>	<u>Document Number</u> (If known/ applicable)
NANLAUR INVESTMENTS (FLORIDA), INC.	FLORIDA	Corporation	P96000044802

SECOND: The name and jurisdiction of each merging eligible entity:

<u>Name</u>	<u>Jurisdiction</u>	<u>Entity Type</u>	<u>Document Number</u> (If known/ applicable)
F AND N LLC	FLORIDA	LLC	L06000115016
727272, INC.	TEXAS	Corporation	
NANLAUR INVESTMENTS (FLORIDA), INC.	FLORIDA	Corporation	P96000044802

THIRD: The merger was approved by each domestic merging corporation in accordance with s.607.1101(1)(b), F.S., and by the organic law governing the other parties to the merger.

FOURTH: Please check one of the boxes that apply to surviving entity:

- ☐ This entity exists before the merger and is a domestic filing entity.
- ☐ This entity exists before the merger and is not authorized to transact business in Florida.
- ☒ This entity exists before the merger and is a domestic filing entity, and its Articles of Incorporation are being amended as attached.
- ☐ This entity is created by the merger and is a domestic corporation, and the Articles of Incorporation are attached.
- ☐ This entity is a domestic eligible entity and is not a domestic corporation and is being amended in connection with this merger as attached.
- ☐ This entity is a domestic eligible entity being created as a result of the merger. The public organic record of the survivor is attached.
- ☐ This entity is created by the merger and is a domestic limited liability limited partnership or a domestic limited liability partnership, its statement of qualification is attached.

FIFTH: Please check one of the boxes that apply to domestic corporations:

- ☒ The plan of merger was approved by the shareholders and each separate voting group as required.
- ☐ The plan of merger did not require approval by the shareholders.

SIXTH: Please check box below if applicable to foreign corporations

- ☒ The participation of the foreign corporation was duly authorized in accordance with the corporation's organic laws.

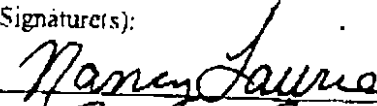


SEVENTH: Please check box below if applicable to domestic or foreign non corporation(s).

- ☒ Participation of the domestic or foreign non corporation(s) was duly authorized in accordance with each of such eligible entity's organic law.

EIGHTH: If other than the date of filing, the delayed effective date of the merger, which cannot be prior to nor more than 90 days after the date this document is filed by the Florida Department of State:

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.

NINTH: Signature(s) for Each Party:

Name of Entity/Organization:	Signature(s):	Typed or Printed Name of Individual:
NANLAUR INVESTMENTS (FLORIDA), INC.		Nancy Laurie, President
F AND N LLC		Frank Laurie, Manager
727272, INC.		Frank Laurie, President

Corporations:

General partnerships:

Florida Limited Partnerships:

Non-Florida Limited Partnerships:

Limited Liability Companies:

Chairman, Vice Chairman, President or Officer
(If no directors selected, signature of incorporator.)
Signature of a general partner or authorized person
Signatures of all general partners
Signature of a general partner
Signature of an authorized person

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**AMENDED AND RESTATED ARTICLES OF INCORPORATION
OF
NANLAUR INVESTMENTS (FLORIDA), INC.**

NANLAUR INVESTMENTS (FLORIDA), INC., a corporation organized under the laws of the State of Florida (the "Corporation") does hereby certify:

- A. The name of the Corporation is NANLAUR INVESTMENTS (FLORIDA), INC. (the "Corporation"). The original Articles of Incorporation of the Corporation were filed with the Secretary of State of the State of Florida under document number P96000044802 on May 24, 1996.
- B. These Amended and Restated Articles of Incorporation, which restate, integrate and further amend the provisions of the original Articles of Incorporation of the Corporation, have been duly adopted pursuant to the provisions of section 607.1008, Florida Statutes.
- C. The text of the original Articles of Incorporation of the Corporation is hereby amended and restated to read in its entirety as follows:

ARTICLE 1. NAME

The name of the Corporation is NANLAUR INVESTMENTS (FLORIDA), INC. (hereinafter the "Corporation").

ARTICLE 2. ADDRESS

The principal office and mailing address is 1128 St Albans Loop, Heathrow, FL 32746.

ARTICLE 3. PURPOSE

The purpose for which this Corporation is organized is any lawful business.

ARTICLE 4. DIRECTORS AND OFFICERS

The name and address of the directors and officers of the Corporation is:

Nancy Laurie – Director and President
1128 St Albans Loop
Heathrow, FL 32746

Frank Laurie – Director, Treasurer and Secretary
1128 St Albans Loop
Heathrow, FL 32746

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ARTICLE 5. CAPITAL STOCK

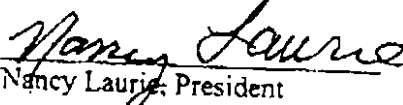
The Corporation is authorized to issue 500,000 shares. Such shares shall be of a single class and shall have a par value of one dollar (\$1.00) per share.

ARTICLE 6. REGISTERED AGENT AND OFFICE

The name and address of the Corporation's registered office in the State of Florida is N. Dwayne Gray, Jr., 315 E Robinson Street, #600, Orlando, FL 32801.

These amended and restated articles were adopted by the shareholders on March 14, 2022 and the number of votes cast was sufficient for approval.

IN WITNESS WHEREOF, the undersigned has executed these Amended and Restated Articles of Incorporation as of the 1st day of April, 2022.


Nancy Laurie, President