

P96000064956

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

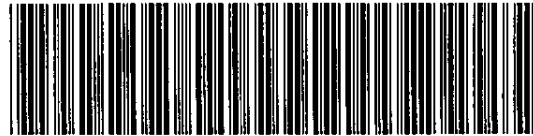
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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06/04/12--01001--010 **25.00

05/16/12--01009--011 **35.00

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
12 MAY 31 PM 2:57

JUN -1 2012

T. HAMPTON

NUCKOLLS, JOHNSON, BELCHER & FERRANTE, P.A.

ATTORNEYS AND COUNSELORS AT LAW

THE TIDEWATER BUILDING

HUGH PAUL NUCKOLLS

KARL L. JOHNSON

W. GUS BELCHER, II

*** CRAIG FERRANTE**

MAILING ADDRESS:

P. O. DRAWER 2199

FORT MYERS, FLORIDA 33902-2199

SUITE 303

1375 JACKSON STREET

FORT MYERS, FLORIDA 33901

(239) 334-3400

*** BOARD CERTIFIED IN
CIVIL TRIAL PRACTICE**

May 14 2012

Registration Section
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

Re: Sports Specialty & Rehabilitation Center, Inc./Articles of Merger

Dear Sir or Madam:

Enclosed please find the original of Articles of Merger for filing, along with a filing fee check in the amount of \$35.00.

After filing, please return a conformed copy of the Articles of Merger to the undersigned.

Please contact my office if you have any questions.

Very truly yours,



W. GUS BELCHER, II

WGB/cl
Enclosures: as stated
K12.1d:Sports.L2

NUCKOLLS, JOHNSON, BELCHER & FERRANTE, P.A.

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* BOARD CERTIFIED IN
CIVIL TRIAL PRACTICE

May 29, 2012

Registration Section
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

Attn: Tammy Hampton
Regulatory Specialist II

Re: Sports Specialty & Rehabilitation Center, Inc./Articles of Merger
Ref. Number P96000064956
Letter Number 012A00015045

Dear Sir or Madam:

Enclosed please find:

1. Your May 23, 2012 letter.
2. My firm's check in the amount of \$25.00 representing the State's additional filing fee.

After filing, please return a conformed copy of the Articles of Merger to the undersigned.

Please contact my office if you have any questions.

Very truly yours,

W. Gus Belcher, II

W. GUS BELCHER, II

(cl)

WGB/cl

Enclosures: as stated

K12.1d:Sports.L5



FLORIDA DEPARTMENT OF STATE
Division of Corporations

RECEIVED

12 MAY 31 PM 4:00

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

May 23, 2012

W GUS BELCHER II
NUCKOLLS JOHNSON BELCHER & FERRANTE PA
P O DRAWER 2199
FT MYERS, FL 33902-2199

SUBJECT: SPORTS SPECIALTY & REHABILITATION CENTER, INC.
Ref. Number: P96000064956

We have received your document for SPORTS SPECIALTY & REHABILITATION CENTER, INC. and check(s) totaling \$35.00. However, the document has not been filed and is being retained in this office for the following reason(s):

There is a balance due of \$25.00. Refer to the attached fee schedule for the breakdown of fees. Please return a copy of this letter to ensure your money is properly credited.

Please return 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) 245-6051.

Tammy Hampton
Regulatory Specialist II

Letter Number: 012A00015045

**ARTICLES OF MERGER
FOR
FLORIDA PROFIT OR NON-PROFIT CORPORATION**

The following Articles of Merger are submitted to merge the following Florida Profit and/or Non-Profit Corporations in accordance with Sections 607.1109 or 607.0302, Florida Statutes.

FIRST: The exact name, form/entity type, and jurisdiction for each merging party are as follows:

Name	Jurisdiction	Form/Entity Type
Athlete Profile, LLC	Florida	LLC Document Number L01000003884

SECOND: The exact name, form/entity type, and jurisdiction of the surviving party are as follows:

Name	Jurisdiction	Form/Entity Type
Sports Specialty & Rehabilitation Center, Inc.	Florida	Profit Corporation Document Number P96000064956

THIRD: The attached Plan of Merger was approved by each domestic corporation, limited liability company, partnership and/or limited partnership that is a party to the merger in accordance with the applicable provisions of Chapters 607, 608, 617, and/or 620, Florida Statutes.

FOURTH: The attached Plan of Merger was approved by each other business entity that is a party to the merger in accordance with the applicable laws of the state, country or jurisdiction under which such other business entity is formed, organized or incorporated.

FIFTH: The effective date of the merger for the purposes of the entities involved in the merger was January 1, 2011. For the purposes of filing with the Florida Department of State, the effective date of the merger is the date of filing of this document.

SIXTH: If the surviving party is not formed, organized or incorporated under the laws of Florida, the survivor's principal office address in its home state, country or jurisdiction is as follows: N/A.

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DIVISION OF CORPORATIONS
12 MAY 31 PM 2:57

SEVENTH: If the surviving party is an out-of-state entity, the surviving entity:

- a) Appoints the Florida Secretary of State as its agent for service of process in a proceeding to enforce any obligation or the rights of dissenting shareholders of each domestic corporation that is party to the merger.
- b) Agrees to promptly pay the dissenting shareholders of each domestic corporation that is a party to the merger the amount, if any, to which they are entitled under Section 607.1302, F.S.

EIGHTH: Signatures for each party:

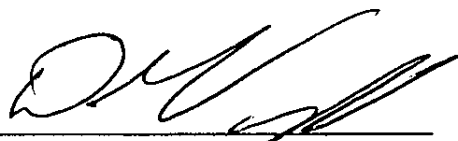
Name of Corporation

**Signature of an Officer, Director
or Member**

Sports Specialty & Rehabilitation
Center, Inc.


WILLIAM D. VOGELBACH
a/k/a DAN VOGELBACH
CEO/DIRECTOR

Athlete Profile, LLC


DAN VOGELBACH
a/k/a WILLIAM D. VOGELBACH
MEMBER

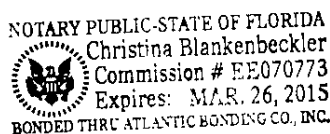
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STATE OF FLORIDA)
)
COUNTY OF LEE)

BEFORE ME, the undersigned authority, authorized to administer oaths and take acknowledgments, this day personally appeared William D. Vogelbach a/k/a Dan Vogelbach, CEO/Director of Sports Specialty & Rehabilitation Center, Inc., who is personally known to me or who has produced _____ as identification, and who did take an oath, and who has acknowledged before me that he has read and executed the foregoing instrument for the purposes therein expressed.

WITNESS my hand and official seal this 9th day of May, 2012.

My commission expires:




NOTARY PUBLIC

Name: Christina Blankenbeckler

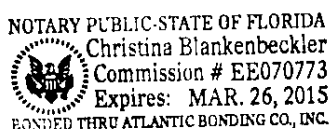
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MAY 31 PM 2:57

STATE OF FLORIDA)
)
COUNTY OF LEE)

BEFORE ME, the undersigned authority, authorized to administer oaths and take acknowledgments, this day personally appeared William D. Vogelbach a/k/a Dan Vogelbach, Member Manager of Athlete Profile, LLC, who is personally known to me or who has produced _____ as identification, and who did take an oath, and who has acknowledged before me that he has read and executed the foregoing instrument for the purposes therein expressed.

WITNESS my hand and official seal this 9th day of May, 2012.

My commission expires:




NOTARY PUBLIC

Name: Christina Blankenbeckler

PLAN OF MERGER

FIRST: The exact name, form/entity type, and jurisdiction for each merging party are as follows:

Name	Jurisdiction	Form/Entity Type
Athlete Profile, LLC Suite 103 2328 Hancock Bridge Parkway Cape Coral, FL 33990	Florida	LLC Document Number L01000003884

SECOND: The exact name, form/entity type, and jurisdiction of the surviving party are as follows:

Name	Jurisdiction	Form/Entity Type
Sports Specialty & Rehabilitation Center, Inc. Suite 104 2328 Hancock Bridge Parkway Cape Coral, FL 33990	Florida	Profit Corporation Document Number P96000064956

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

None.

FOURTH:

A. The manner and basis of converting the interests, shares, obligations or other securities of each merged party into the interests, shares, obligations or other securities of the survivor, in whole or in part, into cash or other property is as follows:

William D. Vogelbach's 100% membership interest in Athlete Profile, LLC will be included in William D. Vogelbach's ownership of all of the issued and outstanding shares in Sports Specialty & Rehabilitation Center, Inc.

B. The manner and basis of converting the rights to acquire the interests, shares, obligations or other securities of each merged party into the rights to acquire the interests, shares, obligations or other securities of the survivor, in whole or in part, into cash or other property is as follows:

N/A

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FIFTH: If a partnership is the survivor, the name and business address of each general partner is as follows:

N/A

SIXTH: If a limited liability company is the survivor, the name and business address of each manager or managing member is as follows:

N/A

SEVENTH: Any statements that are required by the laws under which each other business entity is formed, organized, or incorporated are as follows:

N/A

EIGHTH: Other provisions, if any, relating to the merger are as follows:

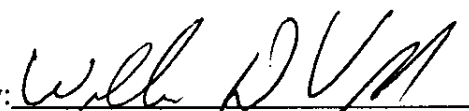
The effective date of this merger is January 1, 2011

In Witness Whereof, the undersigned have set their hands and seals, and acknowledged and filed the foregoing Plan of Merger under the Laws of the State of Florida this 31st day of December, 2010.

SPORTS SPECIALTY & REHABILITATION
CENTER, INC.

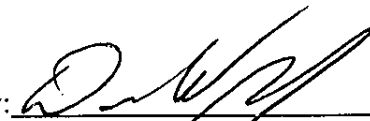
ATHLETE PROFILE, LLC

By:



WILLIAM D. VOGELBACH
a/k/a DAN VOGELBACH
President

By:



DAN VOGELBACH
a/k/a WILLIAM D. VOGELBACH
Managing Member