

P97000092796

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(Business Entity Name)

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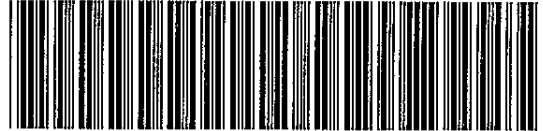
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FILED

03 JAN 16 PM 3:50

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

02 DEC 30 AM 10:52

RECEIVED

T BROWN JAN 16 2003

Merger

Sevstate Research
Requester's Name

Address

City/State/Zip

Phone #

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. SEAK Inc.
(Corporation Name) (Document #)

2. +
(Corporation Name) (Document #)

3. MK-Ultra Inc.
(Corporation Name) (Document #)

4. _____
(Corporation Name) (Document #)

- ☒ Walk in ☐ Pick up time ☒ Certified Copy
☐ Mail out ☐ Will wait ☐ Photocopy ☐ Certificate of Status

NEW FILINGS

- ☐ Profit
☐ Not for Profit
☐ Limited Liability
☐ Domestication
☐ Other

OTHER FILINGS

- ☐ Annual Report
☐ Fictitious Name

AMENDMENTS

- ☐ Amendment
☐ Resignation of R.A., Officer/Director
☐ Change of Registered Agent
☐ Dissolution/Withdrawal
☒ Merger

REGISTRATION/QUALIFICATION

- ☐ Foreign
☐ Limited Partnership
☐ Reinstatement
☐ Trademark
☐ Other

7
Examiner's Initials



FLORIDA DEPARTMENT OF STATE
Jim Smith
Secretary of State

December 30, 2002

SUNSTATE RESEARCH

TALLAHASSEE, FL

SUBJECT: MK ULTRA, INC.
Ref. Number: P97000092796

file D12
Reinstatement submitted today 01-16-03
corrections made

We have received your document for MK ULTRA, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The current name of the entity is as referenced above. Please correct your document accordingly.

The above listed entity was administratively dissolved or its certificate of authority was revoked for failure to file the 2002 annual report/uniform business report. The entity must be reinstated before this document can be filed.

Please complete the enclosed form and return it to us with a check for \$750.00 in order to complete your reinstatement.

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) 245-6869.

Teresa Brown
Document Specialist

Letter Number: 202A00067796

RECEIVED
03 JAN 16 AM 10:13
STATE OF FLORIDA
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

ARTICLES OF MERGER
Merger Sheet

MERGING:

MK ULTRA, INC., a Florida entity, P97000092796

INTO

SEAK, INC., a California entity not qualified in Florida

File date: January 16, 2003

Corporate Specialist: Teresa Brown

ARTICLES OF MERGER
(Profit Corporations)

FILED
03 JAN 16 PM 3:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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:

<u>Name</u>	<u>Jurisdiction</u>	<u>Document Number</u> (If known/ applicable)
SEAK, INC.	CALIFORNIA	

Second: The name and jurisdiction of each merging corporation:

<u>Name</u>	<u>Jurisdiction</u>	<u>Document Number</u> (If known/ applicable)
MK ULTRA, 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 / / (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 December 20, 2002

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 December 20, 2002

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)

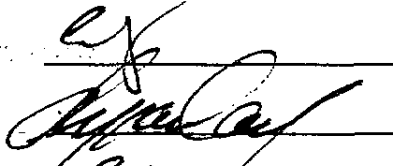
Seventh: SIGNATURES FOR EACH CORPORATION

Name of Corporation

Signature

Typed or Printed Name of Individual & Title

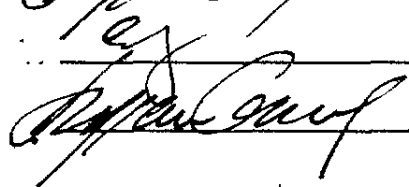
SEAK, INC., a California
corporation, the surviving
corporation



E. ALEXANDER KILGO, PRESIDENT

SUZZANNE CONNOLLY, SECRETARY

MK Ultra, Inc., a Florida
corporation, the merging
corporation



E. ALEXANDER KILGO, PRESIDENT

SUZZANNE CONNOLLY, SECRETARY

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:

Name

Jurisdiction

SEAK, INC.

CALIFORNIA

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

Name

Jurisdiction

MK-ULTRA, INC.

FLORIDA

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

Please see a copy of the Agreement of Merger attached hereto as Exhibit A and by this reference incorporated herein.

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:

Please see a copy of the Agreement of Merger attached hereto and by this reference incorporated herein.

(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 as an exhibit:

See Exhibit A attached hereto.

OR

Restated articles are attached:

Other provisions relating to the merger are as follows: None

A0590142

ENDORSED - FILED
in the office of the Secretary of State
of the State of California

DEC 27 2002

BILL JONES, Secretary of State

AGREEMENT OF MERGER

This Agreement of Merger is entered into between SEAK, Inc., a California corporation (herein "Surviving Corporation") and MK Ultra, Inc., which will do business in California as FLA MK-Ultra, a Florida corporation, qualified to do business in the State of California (herein "Merging Corporation").

1. Merging Corporation shall be merged into Surviving Corporation.
2. Each outstanding share of Merging Corporation shall be converted into one outstanding share of the Surviving Corporation.
3. The outstanding shares of Surviving Corporation shall remain outstanding and are not affected by the merger.
4. Upon the filing of this Agreement of Merger, Article I of the Articles of Incorporation of the Surviving Corporation shall be amended to read as follows:

"ARTICLE I

The name of the corporation is **MK-Ultra Group, Inc.**

5. Merging Corporation shall from time to time, as and when requested by Surviving Corporation, execute and deliver all such documents and instruments and take all such action necessary or desirable to evidence or carry out this merger.
6. The effect of the merger and the effective date of the merger are as prescribed by law.
7. This Agreement of Merger shall not supersede or otherwise affect any other agreement between the parties regarding the subject matter hereof.
8. This Agreement of Merger and amendment to the Articles of Incorporation has been approved by the Board of Directors of the Surviving Corporation and by all of the shareholders of the Surviving Corporation in accordance with Sections 902 and 903 of the California Corporations Code.


Exhibit A

IN WITNESS WHEREOF the parties have executed this Agreement.

Dated: December 20, 2002


SEAK, Inc.

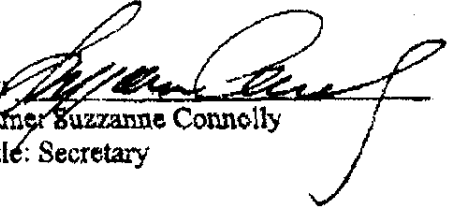
By: 
Name: E. Alexander Kilgo
Title: President

By: 
Name: Suzanne Connolly
Title: Secretary

Dated: December 20, 2002

MK-Ultra, Inc., which will do business in California
as FLA MK-Ultra

By: 
Name: E. Alexander Kilgo
Title: President

By: 
Name: Suzanne Connolly
Title: Secretary