

P98000013370

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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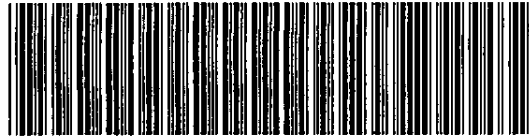
(Business Entity Name)

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07/29/11--01029--013 \*\*43.75

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11 JUL 29 PM 5:08  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

THAMPTON

AUG 11 2011

EXAMINED

**COVER LETTER**

**TO:** Amendment Section  
Division of Corporations

**SUBJECT:** American Building Materials, 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:

GERRY VALDES-SANCHEZ  
Contact Person

HYDE PARK ACCOUNTANTS, PA  
Firm/Company

2305 W MORRISON AVE  
Address

TAMPA, FL 33629  
City/State and Zip Code

GERRY@HYDEPARKACCOUNTANTS.COM  
E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

GERRY VALDES-SANCHEZ At ( 813 ) 259-4529  
Name of Contact Person 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



FLORIDA DEPARTMENT OF STATE  
Division of Corporations

RECEIVED

11 AUG -5 PM 4:00

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

August 1, 2011

GERRY VALDES-SANCHEZ  
HYDE PARK ACCOUNTANTS, PA  
2305 W MORRISON AVE  
TAMPA, FL 33629

SUBJECT: AMERICAN BUILDING MATERIALS, INC.  
Ref. Number: P98000013370

We have received your document for AMERICAN BUILDING MATERIALS, INC. and check(s) totaling \$43.75. 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) 245-6855.

Tammy Hampton  
Regulatory Specialist II

Letter Number: 911A00018060

**(Profit Corporations)**

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)
American Building Materials Inc.	FLORIDA	P98000013370

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

<u>Name</u>	<u>Jurisdiction</u>	<u>Document Number</u> (If known/ applicable)
JSK Partnership LLP	FLORIDA	LLP070003437 GP07000000

**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** 07 / 31 / 2011 (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.)

**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 07/31/2011 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 07/21/2011 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

## American Building Materials

TNC

INC Kenneth C. Murray

Mr. Ken Drummond, President

JSK Partnership LLP

John P. Mistal

**Mr. John Mistal**

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## **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

American Building Materials Inc.

Florida

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

Name

Jurisdiction

JSK Partnership LLP

Florida

\_\_\_\_\_

\_\_\_\_\_

\_\_\_\_\_

\_\_\_\_\_

\_\_\_\_\_

\_\_\_\_\_

\_\_\_\_\_

\_\_\_\_\_

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

not used

**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:

Each issued share of common stock, of the par value of \$1 (one) each, of American Building Materials Inc., including shares held in the treasury, shall, on the merger date continue to be issued shares of common stock, par value \$1 per share, of the surviving corporation.

Each capital account of the general partners of JSK Partnership LLP shall upon the merger date be converted into the pro-rata shares of the existing shareholders American Building Materials existing shareholders as of the merger date of the surviving corporation.

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THE FOLLOWING MAY BE SET FORTH IF APPLICABLE:

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

OR

articles are attached:  
see attachment

Other provisions relating to the merger are as follows: none

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