

P980000 43465

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐

PICK-UP

☐

WAIT

☐

MAIL

(Business Entity Name)

(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

Special Instructions to Filing Officer:

10-2-19

Office Use Only



300331997193

07/25/19--01013--014 \*\*43.75

~~300331997193~~  
10/02/19--01014--003 \*\*35.00

FILED  
OCT 2 2019  
FBI - MEMPHIS

OCT 03 2019  
C. McNEEL

## COVER LETTER

**TO:** Amendment Section  
Division of Corporations

**SUBJECT:** Family Pools, Inc.  
Name of Surviving Corporation

2019 OCT -2 PM 4:46

FILED  
TALLAHASSEE - FLORIDA

The enclosed Articles of Merger and fee are submitted for filing.

Please return all correspondence concerning this matter to following:

Frank Russo

Contact Person

Family Pools, Inc.

Firm/Company

873 SOUTHWEST SOUTH MACEDO BOULEVARD

Address

PORT ST. LUCIE, FL 34983

City/State and Zip Code

nichole@famiilypoolsinc.com

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

For further information concerning this matter, please call:

Nichole Aponte

Name of Contact Person

At (772) 878-8452

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

# ARTICLES OF MERGER

(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).
Family's Pools, Inc. changing name to Family Pools, Inc.	FL	P98000043465

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

<u>Name</u>	<u>Jurisdiction</u>	<u>Document Number</u> (If known/ applicable)
Family Pools Incorporated	FL	P06000079459
Family's Pools, Inc.	FL	P98000043465

**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 3/27/19.

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 \_\_\_\_\_.

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 of an Officer or  
Director

Typed or Printed Name of Individual & Title

Familys Pools, Inc.



Frank Russo Jr., President

Family Pools Incorporated



Frank Russo Jr., 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:

<u>Name</u>	<u>Jurisdiction</u>
Family Pools, Inc.	FL
_____	_____

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

<u>Name</u>	<u>Jurisdiction</u>
Familys Pools, Inc.	FL
_____	_____
Family Pools Incorporated	FL
_____	_____
_____	_____
_____	_____
_____	_____

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

The final surviving entity must be Family Pools, Inc. with the document number of P98000043465.

The shares of both Familys Pools, Inc. and Family Pools Incorporated will remain within the surviving company - Family Pools, Inc..

All shares of the merged company will be merged into the shares of the surviving company.

All shares of both companies are owned by the same two individuals.

The Officers and Directors of the surviving entity Family Pools, Inc. will be the same as Family Pools Incorporated, i.e. Frank Russo, Jr. as President, Luanne Russo as VP, and Luanne Russo as Secretary.

The registered agent will remain Frank Russo, Jr.

**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:  
The only amendment to the Articles of Incorporation of the surviving corporation is:

Article One:

The name of the surviving corporation shall be: Family Pools, Inc. and the Principal address of the corporation shall be: 873  
SOUTHWEST SOUTH MACEDO BOULEVARD, PORT ST. LUCIE, FL 34983

**OR**

Restated articles are attached:

Other provisions relating to the merger are as follows:

The final surviving entity must be Family Pools, Inc. with the document number of P98000043465.

The shares of both Familys Pools, Inc. and Family Pools Incorporated will remain within the surviving corporation - Family Pools, Inc.,

All shares of the merged company will be merged into the shares of the surviving company.

All shares of both companies are owned by the same two individuals.

The Officers and Directors of the surviving entity Family Pools, Inc. will be the same as Family Pools Incorporated, i.e. Frank Russo, Jr. as President, Luanne Russo as VP, and Luanne Russo as Secretary.

The registered agent will remain Frank Russo, Jr.

This plan of merger has been approved by all shareholders, officers and directors at a duly noticed meeting or by written waiver of the meeting and consent to action as approved by Florida statutes. The plan of merger was approved by each domestic corporation that is a party to the merger in accordance with the applicable provisions of this chapter, and, the written consent of each shareholder of such domestic corporation has been obtained pursuant to s. 607.1108(5).

The plan of merger:

(a) The Amendment the articles of incorporation of the surviving corporation showing that the name Familys Pools, Inc. is changed to Family Pools, Inc.;

(b) The effective date of the merger, which shall be on the date of filing the certificate; and

(c) All shares of the merged company will be merged into the shares of the surviving company.

**PLAN OF MERGER**  
**(Merger of subsidiary corporation(s))**

The following plan of merger is submitted in compliance with section 607.1104, Florida Statutes, and in accordance with the laws of any other applicable jurisdiction of incorporation.

The name and jurisdiction of the **parent** corporation owning at least 80 percent of the outstanding shares of each class of the subsidiary corporation:

Name

Jurisdiction

\_\_\_\_\_

\_\_\_\_\_

The name and jurisdiction of each **subsidiary** corporation:

Name

Jurisdiction

\_\_\_\_\_

\_\_\_\_\_

\_\_\_\_\_

\_\_\_\_\_

\_\_\_\_\_

\_\_\_\_\_

\_\_\_\_\_

\_\_\_\_\_

\_\_\_\_\_

\_\_\_\_\_

The manner and basis of converting the shares of the subsidiary or parent into shares, obligations, or other securities of the parent 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, and 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)*

If the merger is between the parent and a subsidiary corporation and the parent is not the surviving corporation, a provision for the pro rata issuance of shares of the subsidiary to the holders of the shares of the parent corporation upon surrender of any certificates is as follows:

If applicable, shareholders of the subsidiary corporations, who, except for the applicability of section 607.1104, Florida Statutes, would be entitled to vote and who dissent from the merger pursuant to section 607.1321, Florida Statutes, may be entitled, if they comply with the provisions of chapter 607 regarding appraisal rights of dissenting shareholders, to be paid the fair value of their shares.

Other provisions relating to the merger are as follows:

The final surviving entity must be Family Pools, Inc. with the document number of P98000043465.

The shares of both Familys Pools, Inc. and Family Pools Incorporated will remain within the surviving corporation - Family Pools, Inc..

All shares of the merged company will be merged into the shares of the surviving company.

All shares of both companies are owned by the same two individuals.

The Officers and Directors of the surviving entity Family Pools, Inc. will be the same as Family Pools Incorporated, i.e. Frank Russo, Jr. as President, Luanne Russo as VP, and Luanne Russo as Secretary.

The registered agent will remain Frank Russo, Jr.

This plan of merger has been approved by all shareholders, officers and directors at a duly noticed meeting or by written waiver of the meeting and consent to action as approved by Florida statutes. The plan of merger was approved by each domestic corporation that is a party to the merger in accordance with the applicable provisions of this chapter, and, the written consent of each shareholder of such domestic corporation has been obtained pursuant to s. 607.1108(5).

The plan of merger:

- (a) The Amendment the articles of incorporation of the surviving corporation showing that the name Familys Pools, Inc. is changed to Family Pools, Inc.;
- (b) The effective date of the merger, which shall be on the date of filing the certificate; and
- (c) All shares of the merged company will be merged into the shares of the surviving company.



**WRITTEN CONSENT**  
**IN LIEU OF MEETING FOR FAMILY POOLS INCORPORATED**

The undersigned Voting shareholder of Family Pools Incorporated, approves or disapproves the Merger with Familys Pools, Inc. and the amendment to the Articles of Incorporation to change the name to Family Pools Inc., pursuant to Section 607.1101 et seq. Fla. Stat.

Item 1: Approve or disapprove of the Merger with Familys Pools, Inc. and the amendment to the Articles of Incorporation to change the name to Family Pools Inc., pursuant to Section 607.1101 et seq. Fla. Stat.

☒ **APPROVE**

☐ **DISAPPROVE**



Signature of Shareholder Member/Date

Address 873 SWS Macedo Blvd

Print Name: Frank Russo

Port St Lucie FL 34983

**\*If your shares are owned by a corporation, trust, limited Liability company, or more than one (1) natural person, including a husband and wife, the Voting Member shall be the person identified in a Voting Certificate signed by the authorized officers of the corporation, trustee(s); managing member or manager, or Co-Owners of the Unit and filed with the Secretary of the Corporation.**

**WRITTEN CONSENT**  
**IN LIEU OF MEETING FOR FAMILYS POOLS, INC.**

The undersigned Voting shareholder of Familys Pools, Inc., approves or disapproves the Merger with Family Pools Incorporated and the amendment to the Articles of Incorporation to change the name to Family Pools Inc., pursuant to Section 607.1101 et seq. Fla. Stat.

Item 1: Approve or disapprove of the Merger with Family Pools Incorporated and the amendment to the Articles of Incorporation to change the name to Family Pools Inc., pursuant to Section 607.1101 et seq. Fla. Stat.

☒ **APPROVE**

☐ **DISAPPROVE**

Luanne Russo  
Signature of Shareholder Member/Date

Address 873 SWS Macedo Blvd.  
Port St Lucie FL  
34983

Print Name: Luanne Russo

**\*If your shares are owned by a corporation, trust, limited Liability company, or more than one (1) natural person, including a husband and wife, the Voting Member shall be the person identified in a Voting Certificate signed by the authorized officers of the corporation, trustee(s); managing member or manager, or Co-Owners of the Unit and filed with the Secretary of the Corporation.**