

898000076088

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

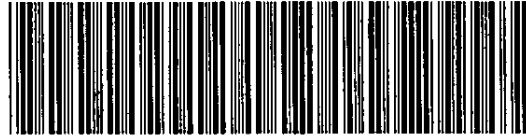
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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SECRETARY OF STATE
JUN 17 10:17 AM

2016 JUN - 1 P 2:21

FILED

T. LEMAY

JUN 06 2016

M. L. Lefler

Rainbow Group Home Inc.

PO Box 580609
Orlando, Florida, 32858
Office: 407-298-1766
Cell: 321-303-6126
Fax: 407-295-7284

May 27.2016

Division of Corporation
P.O. Box 6327
Tallahassee Fl. 32314

Dear Sir/Madam,

Please find enclosed the paperwork merging Ambassador Cottage to surviving corporation Rainbow Group Home Inc, also enclosed three checks two for merging the companies and one for a certified copy of the merge.
Thank you.

Sincerely,


Beverly Callum

COVER LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: RAINBOW GROUP HOME, 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:

BEVERLY CALLUM

Contact Person

RAINBOW GROUP HOME

Firm/Company

P.O. Box 580609

Address

Orlando, FL. 32858

City/State and Zip Code

BCALLUM1@CFL.RR.COM

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

For further information concerning this matter, please call:

BEVERLY CALLUM At (³²¹) ³⁰³⁻⁶¹²⁶

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

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)
RAINBOW GROUP HOME	FLORIDA	P98000076088
_____	_____	_____

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

<u>Name</u>	<u>Jurisdiction</u>	<u>Document Number</u> (If known/ applicable)
AMBASSADOR COTTAGE INC	FLORIDA	P04000053159
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____

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 May 31, 2016.

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 May 31, 2016.

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

Rainbow Group Home

Beverly Call

Beverly Callum, Owner/President/Administrator

Ambassador Cottage Inc

Beverly Call

Beverly Callum, Owner/President/Administrator

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

RAINBOW GROUP HOME

FLORIDA

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

Name

Jurisdiction

AMBASSADOR COTTAGE INC

FLORIDA

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

This merger agreement is made on May 31, 2016 between Rainbow Group Home and Ambassador Cottage Inc. The separate corporate existence of Ambassador Cottage Inc shall cease and Rainbow Group Home shall continue as the Surviving Corporation. All debts, liabilities and duties of the Ambassador Cottage Inc shall be attach to the Surviving Corporation. Upon the merger becoming effective, all the property rights, privileges, franchises, patents, trademarks, licenses, registrations and other assets of any kind shall be transferred upon the Surviving Corporation. The employees and agents of Ambassador Cottage shall become the employees of the Surviving Corporation. This Agreement and Merger shall be governed by, and construed in accordance with, the laws of the State of Florida. The Merger Agreement shall be signed by Beverly Callum on behalf of Rainbow Group Home and Ambassador Cottage Inc. The merger shall be effective on the date of filing of the certificate of merger.

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:

OR

Restated articles are attached:

Other provisions relating to the merger are as follows:

The President (Beverly Callum) of both corporations (Rainbow Group Home and Ambassador Cottage Inc.) has 100% shares and ownership. Beverly Callum who owns 100 percent in both corporations now decided she would merge both companies in one allowing all the shares to Rainbow Group Home. Rainbow Group Home will be responsible for all of Ambassador Cottage Inc. assets and liabilities.