

P98000079748

Florida Department of State
Division of Corporations
Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

((H14000185876 3)))



H140001858763ABC7

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page.
Doing so will generate another cover sheet.

RECEIVED

14 AUG -6 PM 3:34

FLORIDA
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

To:

Division of Corporations
Fax Number : (850) 617-6380

From:

Account Name : SWAINE, HARRIS P.A.
Account Number : I19980000021
Phone : (863) 465-2811
Fax Number : (863) 465-6999

****Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.****

Email Address: terri@heartlandlaw.com

MERGER OR SHARE EXCHANGE

Alan Jay Import Center, Inc.

Certificate of Status	1
Certified Copy	0
Page Count	04
Estimated Charge	\$78.75

DOOR
8/7/14

(((H14000185876 3)))

ARTICLES OF MERGER (Profit Corporations)

FILED

2014 AUG -6 AM 10:00

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, Florida Statutes.

First: The name and jurisdiction of the surviving corporation:

<u>Name</u>	<u>Jurisdiction</u>	<u>Document Number</u> (If known/ applicable)
Alan Jay Import Center, Inc.	Florida	P98000079748

Second: The name and jurisdiction of each merging corporation:

<u>Name</u>	<u>Jurisdiction</u>	<u>Document Number</u> (If known/ applicable)
Alan Jay Pontiac-Buick-GMC, Inc.	Florida	P98000079751

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 08 / 06 / 2014 (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 July 31, 2014.

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 July 31, 2014.

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)

(((H14000185876 3)))

((H14000185876 3)))

Seventh: SIGNATURES FOR EACH CORPORATION

Name of Corporation

Signature of an Officer or Director

Typed or Printed Name of Individual & Title

Alan Jay Import

① of the Acids

Alan J. Wildstein, President

Center, Inc.

Alan Jay Pontiac-Buick-

Q of the Freedom

Alan J. Wildstein, President

GMC, Inc.

((H14000185876 3)))

(((H14000185876 3)))

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:

NameJurisdictionAlan Jay Import Center, Inc.Florida

Second: The name and jurisdiction of each merging corporation:

NameJurisdictionAlan Jay Pontiac-Buick-GMC, Inc.Florida

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

The terms of the merger are that Alan Jay Pontiac-Buick-GMC, Inc. will merge into Alan Jay Import Center, Inc. All assets and liabilities of Alan Jay Pontiac-Buick-GMC, Inc. shall become the assets and liabilities of Alan Jay Import Center, Inc.

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:

All shares in the non-surviving corporation, Alan Jay Pontiac-Buick-GMC, Inc., shall be converted into shares of the surviving corporation, Alan Jay Import Center, Inc. The effective date is August 6, 2014.

(Attach additional sheets if necessary)

(((H14000185876 3)))

((H14000185876 3)))

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 Articles of Incorporation of the surviving corporation are unchanged.

((H14000185876 3)))