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Merger
Thuris
1-25-11

COVER LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: POLO WEST GOLF CLUB, 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:

CRAIG T. GALLE, ESQ.

Contact Person

THE GALLE LAW GROUP, P.A.

Firm/Company

13501 SOUTH SHORE Blvd. #103

Address

WELLINGTON FLORIDA 33414

City/State and Zip Code

POLOLAWYER@aol.com

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

For further information concerning this matter, please call:

CRAIG T. GALLE

Name of Contact Person

At (561) 798-1708

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)
<u>POLO WEST GOLF CLUB, INC</u>	<u>Florida</u>	<u>P98000101290</u>

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

<u>Name</u>	<u>Jurisdiction</u>	<u>Document Number</u> (If known/ applicable)
<u>POLO WEST, INC.</u>	<u>Florida</u>	<u>P10000097290</u>
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____

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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.)

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 JAN. 17, 2011.

The Plan of Merger was adopted by the board of directors of the surviving corporation on ~~FEBRUARY 17, 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 JAN. 17, 2011.

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

POLO WEST GOLF CLUB, INC.

POLO WEST, INC.

GLENN F. STRAUSS/PRESIDENT

GLENN F. STRAUSS / 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:

Name

Jurisdiction

POLO WEST GOLF CLUB, INC.

FLORIDA

Second: The name and jurisdiction of each merging corporation:

Name

Jurisdiction

POLO WEST, INC.,

Florida

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

POLO WEST, INC. SHALL MERGE INTO POLO WEST GOLF CLUB, INC.
AND ITS ASSETS SHALL BECOME THOSE OF THE SURVIVING
CORPORATION.

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:

THE SHARES IN THE MERGING CORPORATION SHALL CONVERT TO
(Attach additional sheets if necessary)
SHARES IN THE SURVIVING CORPORATION ON A ONE TO ONE
BASIS.

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:

NONE