

P99000083663

965 N 1500 NW BL.

#220

Plantation, FL 33324

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

(Business Entity Name)

(Document Number)

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

Special Instructions to Filing Officer:

Peta Phipps GAVE

AUTHORIZATION BY PHONE TO

CORRECT Correct Corp. Names

DATE 09/20/05

FOR EXAM D. Connell

Office Use Only



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09/25/05 11:08 AM

10/18/05--01001--006 \*\*35.00

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

05 AUG 25 PM 4:28

Merger

09/20/05

DC



FLORIDA DEPARTMENT OF STATE

Glenda E. Hood  
Secretary of State

October 11, 2005

PETA PHIPPS  
PETA PHIPPS & ASSOCIATES INC.  
965 NORTH NOB HILL ROAD #220  
PLANTATION, FL 33324

SUBJECT: PETA PHIPPS & ASSOCIATES INC.  
Ref. Number: P99000083663

We have received your document for PETA PHIPPS & ASSOCIATES INC. and check(s) totaling \$35.00. However, the document has not been filed and is being retained in this office for the following reason(s):

The fee to file articles of merger or articles of share exchange is \$35 per party to the merger or share exchange. Certified copies are optional and are \$8.75 for the first 8 pages of the document, and \$1 for each additional page, not to exceed \$52.50.

There is a balance due of \$35.00.

Please return your document, along with 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) 245-6906.

Darlene Connell  
Document Specialist

Letter Number: 905A00061866

**TRANSMITTAL LETTER**

**TO:** Amendment Section  
Division of Corporations

**SUBJECT:** Peta Phipps & Associates  
(Name of surviving corporation)

The enclosed merger and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Peta Phipps  
(Name of person)

Peta Phipps & Associates  
(Name of firm/company)

965 N. NOB Hill Rd #220  
(Address)

Plantation, FL 33324  
(City/state and zip code)

For further information concerning this matter, please call:

MS. Phipps at (954) 382-4533  
(Name of person) (Area code & daytime telephone number)

☐ Certified copy (optional) \$8.75 (plus \$1 per page for each page over 8, not to exceed a maximum of \$52.50; please send an additional copy of your document if a certified copy is requested)

**Mailing Address:**  
Amendment Section  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

**Street Address:**  
Amendment Section  
Division of Corporations  
409 E. Gaines St.  
Tallahassee, FL 32399



FLORIDA DEPARTMENT OF STATE

Glenda E. Hood  
Secretary of State

August 30, 2005

CARIBBEAN LIVING, INC.  
965 NORTH NOB HILL ROAD  
#220  
PLANTATION, FL 33324

SUBJECT: CARIBBEAN LIVING, INC.  
Ref. Number: P02000055135

We have received your document and check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The merger submitted was prepared in compliance with section 607.1109 Florida Statutes which provides for mergers between domestic corporations and other business entities as defined in section 607.1108, Florida Statutes. Pursuant to section 607.1108(7), Florida Statutes, any merger consisting solely of the merger of one or more domestic corporations with or into one or more foreign corporations shall be consummated solely in accordance with section 607.1107, Florida Statutes. Section 607.1107, Florida Statutes then refers you to section 607.1105, Florida Statutes. Enclosed is a merger form for your convenience.

Please return your document, along with 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) 245-6906.

Darlene Connell  
Document Specialist

Letter Number: 705A00054645

IVED  
AUG 31 8:00 AM  
DIVISION OF CORPORATIONS

RECEIVED  
05 SEP 15 AM 8:00  
DIVISION OF CORPORATIONS

**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, F.S.

**First:** The name and jurisdiction of the surviving corporation:

<u>Name</u>	<u>Jurisdiction</u>	<u>Document Number</u> (If known/ applicable)
PETA PHIPPS & ASSOCIATES INC.	Broward / Florida	P99000083663

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

<u>Name</u>	<u>Jurisdiction</u>	<u>Document Number</u> (If known/ applicable)
CARIBBEAN LIVING, INC.	Broward / Florida	P02000055135
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

**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 in the future.)

**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 8/1/05 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 8/1/05 and shareholder approval was not required.

(Attach additional sheets if necessary)

**Seventh: SIGNATURES FOR EACH CORPORATION**

Name of Corporation

Signature

Typed or Printed Name of Individual & Title

PETA PHIPPS & ASSOCIATES INC.

CARIBBEAN LIVING, INC.

CARIBBEAN LIVING, INC.

Peta Phillips - President

Pat Innerarity - N.P.

AVA Internaty - V.P.

## **PLAN OF MERGER**

(Non Subsidiaries)

The following plan of merger is submitted in compliance with section 607.1101, F.S. and in accordance with the laws of any other applicable jurisdiction of incorporation.

**First:** The name and jurisdiction of the surviving corporation:

Name

Jurisdiction

PETA PHIPPS & ASSOCIATES INC.

Broward / Florida

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

Name

Jurisdiction

CARIBBEAN LIVING, INC.

Broward / Florida

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

*All rights, board members and officers are now re-assigned  
to Peta Phipps Associates*

**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:

*Ø CASH VALUE*

(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 as an exhibit:

V.P. Ava Rosales  
V.P. Pat Innerarity

OR

Restated articles are attached:

Other provisions relating to the merger are as follows: