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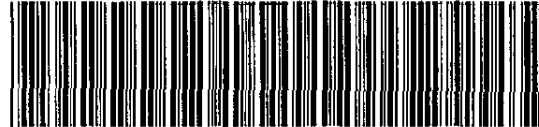
(Business Entity Name)

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DIVISION OF CORPORATIONS
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Withrow, McQuade & Olsen, LLP

ATTORNEYS AT LAW

404.814.0026
solsen@wmolaw.com

December 27, 2004

VIA FEDERAL EXPRESS

Florida Department of State
Division of Corporations
Attn: Amendment Section
409 East Gaines Street
Tallahassee, Florida 32399

*Re: Articles of Merger of Hasldore Acres, Inc., a Florida corporation and Hasldore Acres, Inc.,
a Georgia corporation (the "Companies")*

Dear Sir or Madam:

Enclosed for filing in your office are (i) a Transmittal Letter; (ii) an original Articles of Merger for the above-referenced Companies; (iii) an original Plan and Agreement of Merger; and (iv) a check made payable to the Department of State in the amount of \$70.00 in payment of the filing fee.

Please process the enclosed and return a Letter of Acknowledgment to me, as noted on the Transmittal Letter via overnight delivery in the enclosed, self-addressed Federal Express envelope. If you have any questions, please do not hesitate to contact the undersigned. Thank you for your assistance with this matter.

Sincerely,



Steven J. Olsen

Enclosures

cc: Mr. Allen L. Haslup (w/ enclosures)
Mr. Forrest Haslup (w/ enclosures)
Ms. Holly Haslup Lowe (w/ enclosures)
Ms. Mary Jo Olsen (w/ enclosures)

TRANSMITTAL LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: Hasldore Acres, Inc.

(Name of surviving corporation)

The enclosed merger and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Steven J. Olsen, Esq.

(Name of person)

Withrow, McQuade & Olsen, LLP

(Name of firm/company)

3379 Peachtree Road, Suite 970

(Address)

Atlanta, Georgia 30326

(City/state and zip code)

For further information concerning this matter, please call:

Steven J. Olsen

(Name of person)

at (

404

) 814-0026

(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

**ARTICLES OF MERGER
OF
HASLDORE ACRES, INC.
AND
HASLDORE ACRES, INC.**

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Pursuant to the applicable provisions of the Georgia Business Corporation Code and the Florida Business Corporation Act, the undersigned entities hereby adopt the following Articles of Merger:

Article I

The names and jurisdictions of organization or formation of each constituent merging business entity are:

<u>Name of Business Entity</u>	<u>State of Formation</u>
HASLDORE ACRES, INC.	Florida
HASLDORE ACRES, INC.	Georgia

Article II

The laws of the State of Georgia, pursuant to Section 14-2-1107 of the Georgia Business Corporation Code, and the laws of the State of Florida pursuant to Section 607.1107 of the Florida Business Corporation Act, permit a merger between the constituent business entities.

Article III

The name of the surviving business entity into which the constituent business entities are merging is HASLDORE ACRES, INC., a Georgia corporation.

Article IV

The executed Plan of Merger is attached hereto as Exhibit A and incorporated herein by this reference.

Article V

The Plan of Merger has been duly authorized and approved by the shareholders of HASLDORE ACRES, INC., a Florida corporation, in accordance with the Florida Business Corporation Act on the 29th day of September, 2004.

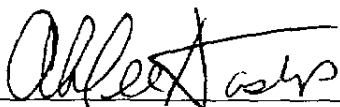
Article VI

The Plan of Merger has been duly authorized and approved by the shareholders of HASLDORE ACRES, INC., a Georgia corporation, in accordance with the Georgia Business Corporation Code on

29th day of September, 2004.

IN WITNESS WHEREOF, the undersigned business entities have caused these Articles of Merger to be signed by their duly authorized officers as of the 29th day of September, 2004.

HASLDORE ACRES, INC., a Georgia
corporation

By: 

Print Name: Allen Lee Haslop

Print Title: President

HASLDORE ACRES, INC., a Florida
corporation

By: 

Print Name: Allen Lee Haslop

Print Title: President

EXHIBIT "A"
**PLAN AND AGREEMENT OF MERGER
BY AND BETWEEN
HASLDORE ACRES, INC.
AND
HASLDORE ACRES, INC.**

This Plan and Agreement of Merger is made and entered into as of the 29th day of September, 2004, by and between **HASLDORE ACRES, INC.**, a Georgia corporation ("Surviving Constituent") and **HASLDORE ACRES, INC.** a Florida corporation ("Acquired Constituent") (said entities sometimes hereinafter collectively referred to as the "Constituent Entities").

WITNESSETH

WHEREAS, the Boards of Directors of the Constituent Entities deem it advisable that the Acquired Constituent be merged into the Surviving Constituent on the terms and conditions hereinafter set forth, and in accordance with the applicable provisions of the Georgia Business Corporation Code and Florida Business Corporation Act;

NOW THEREFORE, in consideration of the agreements, covenants and provisions hereinafter contained, the Constituent Entities do hereby agree as follows:

Article I

The Constituents shall be merged into a single corporation in accordance with the Georgia Business Corporation Code and Florida Business Corporation Act, by Acquired Constituent merging into Surviving Constituent, which shall be the surviving entity.

Article II

The merger shall become effective upon filing with the Georgia Secretary of State and Florida Department of State Division of Corporations (the "Effective Time of Merger").

1. The Constituent Entities shall be a single corporation, which shall be the Surviving Constituent, and the separate existence of the Acquired Constituent shall cease;
2. The title to all real estate and other property owned by each Constituent Entity is vested in the Surviving Constituent without reservation or impairment;
3. The Surviving Constituent shall have all the liabilities of the Acquired Constituent;
4. A proceeding pending against an Acquired Constituent may be continued as if the merger did not occur or the Surviving Constituent may be substituted in the proceeding for the Acquired Constituent, whose existence ceased;

5. Neither the rights of creditors nor any liens on the property of the Constituent Entities shall be impaired by the merger;
6. The Articles of Incorporation of the Surviving Constituent existing immediately prior to the Effective Time of Merger shall be and constitute the Articles of Incorporation of the Surviving Constituent;
7. The Bylaws of the Surviving Constituent existing immediately prior to the Effective Time of Merger shall be and constitute the Bylaws of the Surviving Constituent.

Article III

At the Effective Time of Merger, by virtue of the merger and without further action on the part of any Acquired Constituent or the Surviving Constituent, the outstanding shares of the Acquired Constituent shall be cancelled. Shares in the Surviving Constituent shall be unchanged.

Article IV

Surviving Constituent shall pay all expenses of carrying this Plan and Agreement of Merger into effect and accomplishing the merger provided for herein.

Article V

At any time Surviving Constituent shall consider or be advised that further assignment or assurance in law is necessary or desirable to vest in Surviving Constituent the title to any property or rights of an Acquired Constituent, proper directors and officers of such Acquired Constituent shall, and will execute and make all such proper assignments and assurances in law and do all things necessary and proper to thus vest such property and rights in Surviving Constituent and otherwise to carry out the purposes of this Plan and Agreement of Merger.

Article VI

Notwithstanding anything herein or elsewhere to the contrary, this Plan and Agreement of Merger may be abandoned by any Constituent Entity by an appropriate resolution of the Board of Directors of any Constituent Entity at any time prior to its approval or adoption by the shareholders thereof, or by the mutual consent of the Constituent Entities evidenced by the resolutions by the Board of Directors, at any time prior to the Effective Time of Merger.

[SIGNATURES APPEAR ON FOLLOWING PAGE]

IN WITNESS WHEREOF, Acquired Constituent and Surviving Constituent, pursuant to the approval duly given by resolutions adopted by their Boards of Directors and shareholders, have caused this Plan and Agreement of Merger to be executed by their duly authorized officers on the 29th day of September, 2004.

ACQUIRED CONSTITUENT:

HASLDORE ACRES, INC., a Florida corporation

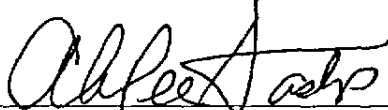
By: 

Print Name: Allen Lee Haslop

Print Title: President

SURVIVING CONSTITUENT:

HASLDORE ACRES, INC., a Georgia corporation

By: 

Print Name: Allen Lee Haslop

Print Title: President