

P99000098282

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐

PICK-UP

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WAIT

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MAIL

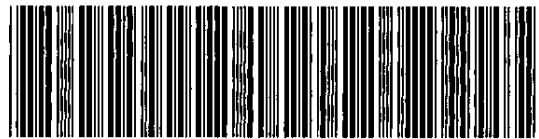
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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02/26/09--01018--014 **78.75

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
09 APR 16 PM 2:49

Merger
C.COULLETTE
APR 16 2009
EXAMINER

COVER LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: Koons Power Sports 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:

William Koons

(Contact Person)

Koons Power Sports Inc

(Firm/Company)

10845 SW 188 ST

(Address)

MIAMI, FL 33157

(City/State and Zip Code)

For further information concerning this matter, please call:

William Koons

(Name of Contact Person)

At (305) 232-7701

(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



FLORIDA DEPARTMENT OF STATE
Division of Corporations

March 3, 2009

WILLIAMS KOONS
KOONS POWER SPORTS INC.
10845 SW 188 ST
MIAMI, FL 33157

SUBJECT: KOONS POWER SPORTS INC.
Ref. Number: P99000098282

We have received your document for KOONS POWER SPORTS INC. and check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

You will need to send the rest of the merger application, you only sent part of it.

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) 245-6903.

Cheryl Coulliette
Regulatory Specialist II

Letter Number: B09A00007227

Call

RECEIVED
2009 APR 16 AM 8:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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)
Koos Power Sports INC	Florida	P09000098282

Second: The name and jurisdiction of each merging corporation:

<u>Name</u>	<u>Jurisdiction</u>	<u>Document Number</u> (If known/ applicable)
Lost Beach Cycle INC	Florida	P020000520

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DIVISION OF CORPORATIONS
09 APR 16 PM 2:49

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 03/01/09 (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 10/31/08

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 10/30/08

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

KoonsPowerSports Inc	<u>Will K</u>	<u>William Koons President/Director</u>
Lost Beach Cycle Inc	<u>Will K</u>	<u>William Koons President/Director</u>

Lost Beach Cycle Inc Willie K William Koons President/Director

[illegible]

.....

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

Koons Power Sports Inc Florida

Second: The name and jurisdiction of each merging corporation:

Name

Jurisdiction

Lost Beach Cycle Inc Florida

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

Disappearing Lost Beach Cycle Inc shall merge with AND INTO Surviving Koons Power Sports Inc AS AMENDED by the Articles of incorporation, Merger Articles.

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:

Shares of Lost Beach Cycle Inc have
(Attach additional sheets if necessary)
Value equal to that of Koons PowerSports
Inc.

THE FOLLOWING MAY BE SET FORTH IF APPLICABLE:

Amendments to the articles of incorporation of the surviving corporation are indicated below or attached:

Articles of Incorporation amended to
allow merger of entities.

WDEK

OR

Restated articles are attached:

Other provisions relating to the merger are as follows: