

S05731

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(Business Entity Name)

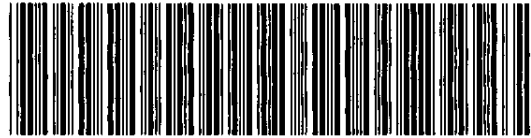
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TALLAHASSEE, FLORIDA

merger

MAR 25 2013

T. LEWIS

COVER LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: The Vanguard Management Group, 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:

Mr. Robert Moyer

Contact Person

The Vanguard Management Group, Inc.

Firm/Company

9300 N. 16th Street

Address

Tampa, FL 33612

City/State and Zip Code

Bob@VanguardManagementGroup.com

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

For further information concerning this matter, please call:

Robert Tankel

Name of Contact Person

At (727) 736-1901, ext. 215

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

RECEIVED
12 DEC 12 AM 10:33
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

OFFICE MEMORANDUM

TO: THELMA LEWIS
FROM: JANET MOYER - VANGUARD MANAGEMENT GROUP, INC.
SUBJECT: MERGER PLAN REF #S05731
DATE: 3/19/2013
CC: FILE

Attached is the paperwork I received back from you that required a date and a check. I believe I have completed the paperwork now. I am enclosing a check for the \$35 for each of the 2 companies that are merging and the extra costs for receiving certified copies.

Please let me know if you need additional information. I can be reached at (813)930-8036, ext. 319 or by email at janet@vanguardmanagementgroup.com.

Thank you,

Janet Moyer

RECEIVED
13 MAR 22 AM 8:53
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE
Division of Corporations

December 14, 2012

ROBERT MOYER
THE VANGUARD MANAGEMENT GROUP, INC.
9300 N. 16TH STREET
TAMPA, FL 33612

SUBJECT: THE VANGUARD MANAGEMENT GROUP, INC.
Ref. Number: S05731

This will acknowledge receipt of your correspondence which is being returned for the following reason(s):

For each corporation, the document must contain the date of adoption of the plan of merger or share exchange by the shareholders or by the board of directors when no vote of the shareholders is required.

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.

If you have any questions concerning this matter, please either respond in writing or call (850) 245-6050.

Thelma Lewis
Document Specialist Supervisor

Letter Number: 812A00029612

\$122.50

*Include a
check for \$122.50
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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)
<u>The Vanguard Management Group, Inc.</u>	<u>Florida</u>	<u>S05731</u>

Second: The name and jurisdiction of each merging corporation:

<u>Name</u>	<u>Jurisdiction</u>	<u>Document Number</u> (If known: applicable)
<u>Vanguard Management Group of Tampa Bay, Inc.</u>	<u>Florida</u>	<u>P11000080592</u>
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____

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 _____.

The Plan of Merger was adopted by the board of directors of the surviving corporation on 11-29-12 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 11-29-12 and shareholder approval was not required.



(Attach additional sheets if necessary)

Name of Corporation

Typed or Printed Name of Individual & Title

ment

Robert Moyer, President

Vanguard Management Group
of Tampa Bay, Inc.

**PLAN OF MERGER
OF
THE VANGUARD MANAGEMENT GROUP, INC., AND
VANGUARD MANAGEMENT GROUP OF TAMPA BAY, INC.**

This is a Plan of Merger between The Vanguard Management Group, Inc., a Florida corporation, and Vanguard Management Group of Tampa Bay, Inc., a Florida corporation.

ARTICLE I

Merger

The surviving corporation is The Vanguard Management Group, Inc., a Florida corporation.

The merging corporation is Vanguard Management Group of Tampa Bay, Inc., a Florida corporation.

ARTICLE II

Articles of Incorporation and Bylaws

The Articles of Incorporation and Bylaws of The Vanguard Management Group, Inc., as in effect immediately prior to the merger, shall not be changed by the merger and shall continue to be its Articles of Incorporation and Bylaws following the merger.

ARTICLE III

Directors and Officers

The directors and officers of The Vanguard Management Group, Inc., immediately prior to the merger, shall not be changed by the merger and shall continue to be its directors and officers following the merger.

ARTICLE IV

Assets and Liabilities

On the effective date of the merger, the separate existence of Vanguard Management Group of Tampa Bay, Inc., shall cease and The Vanguard Management Group, Inc., as the surviving corporation, shall, with further action, possess all of the rights and privileges immediately preceding the merger. All assets of any nature of Vanguard Management Group of Tampa Bay, Inc. shall, without further action, be vested in The Vanguard Management Group, Inc., immediately following the merger.

Following the merger, The Vanguard Management Group, Inc., shall be responsible for all liabilities and obligations of Vanguard Management Group of Tampa Bay, Inc., and The Vanguard Management Group, Inc.

Any claim existing or action or proceeding pending against Vanguard Management Group of Tampa Bay, Inc., and The Vanguard Management Group, Inc. may be construed as if the merger did not occur or The Vanguard Management Group, Inc. may be substituted for any of the two corporations in any such proceeding. Neither the rights of creditors of nor any liens upon the property of Vanguard Management Group of Tampa Bay, Inc., and The Vanguard Management Group, Inc., shall be impaired by the merger.

ARTICLE V

Effective Date

The merger shall be effective upon the filing by the Florida Department of State of Articles of Merger.

IN WITNESS WHEREOF, this plan of merger has been executed by the undersigned officers
on the dates shown below.

Vanguard Management Group of Tampa Bay, Inc.

By: [Signature]
Robert Moyer, President

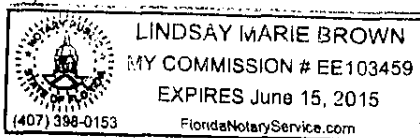
Attest: [Signature]
Janet Moyer, CEO

STATE OF FLORIDA)
COUNTY OF HILLSBOROUGH)

BEFORE ME, the undersigned authority, personally appeared Robert Moyer and Janet Moyer, Vanguard Management Group of Tampa Bay, Inc. and they severally acknowledged before me that they freely and voluntarily executed to me known to be the President and CEO, respectively, of the same as such officers, under authority vested in them by said corporation. They are personally known to me or have produced _____ and _____ (type of identification) as identification.

WITNESS my hand and official seal in the County and State last aforesaid, this 29th
day of November, 2012.

(Seal)



Notary Public:

Printed Name:

My commission expires:

Lindsay Marie Brown
Lindsay Marie Brown
6/15/15

The Vanguard Management Group, Inc.

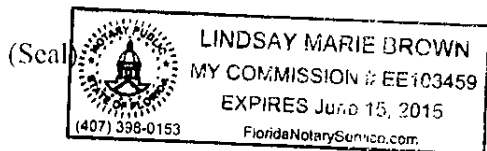
By: [Signature]
Robert Moyer, President

Attest: [Signature]
Janet Moyer, Secretary

STATE OF FLORIDA)
COUNTY OF HILLSBOROUGH)

BEFORE ME, the undersigned authority, personally appeared Robert Moyer and Janet Moyer, Vanguard Management Group of Tampa Bay, Inc. and they severally acknowledged before me that they freely and voluntarily executed to me known to be the President and Secretary, respectively, of the same as such officers, under authority vested in them by said corporation. They are personally known to me or have produced _____ and _____ (type of identification) as identification.

WITNESS my hand and official seal in the County and State last aforesaid, this 15th day of November, 2012.



Notary Public: [Signature]
Printed Name: Lindsay Marie Brown
My commission expires: 6/15/15