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PINEIRO BYRD PLLC

Attorneys at Law

ANDREW A. PINEIRO BARRY B. BYRD*

*Board Certified Real Estate Attorney www.pineirobyrd.com

April 26, 2012

VIA FEDERAL EXPRESS

Amendment Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

Re: Merger of YZTC Realty into Gojo Marketing Inc.

Dear Clerk:

Enclosed please find:

- 1. Articles of Merger;
- 2. Plan of Merger;
- 3. Our Firm's check in the amount of \$78.75.

Please record the above documents with the State and return a certified copy of the filed document to the undersigned.

Note: We previously fedexed the enclosed original documents to the State but those documents appear to have been misplaced and were never filed. An extra \$8.75 was sent in at the time of recording. Along with those documents, were Articles of Merger and a Plan of Merger for Yvonne Ziel Traffic Consultants, Inc. merger into GoJo Marketing. Please refund the \$8.75 the State received at that time in excess to the undersigned as well.

Should you have any questions, please contact me.

lody A. Porter, Real Estate Paralegal

/jp enclosures

PINEIRO BYRD PLLC

Attorneys at Law

Andrew A. Pineiro Barry B. Byrd* *Board Certified Real Estate Attorney www.pineirobyrd.com

NOTE: MUST BE FILED PRIOR TO 5/1

April 26, 2012

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X - S /)

Porter, Real Estate Paralegal

/jp enclosures

FILED

ARTICLEŞ OF MERGER For GOJO MARKETING INC.

12 APR 27 PM 4: 58
SEGRETARY AF STATE
TALLAHASSEE PLORIDA

(YZTC Realty, Inc. Merger into GOJO Marketing, Inc.)

The following Articles of Merger are submitted to merge the following foreign profit corporation into the following Florida profit corporation in accordance with the Florida Business Corporation Act pursuant to Section 607.1105, Florida Statutes.

FIRST:

The exact name, form/entity type, and jurisdiction for each

surviving corporation is as follows:

GOJO MARKETING INC., a Florida corporation

SECOND:

The exact name, form/entity type, and jurisdiction of the merging

corporation is as follows:

YZTC REALTY, INC., a Florida corporation

THIRD:

The attached Plan of Merger was approved by each the surviving

corporation and merging corporation.

FOURTH:

The attached Plan of Merger was approved by each other business entity that is a party to the merger in accordance with the applicable laws of the state, country or jurisdiction under which such other

business entity is formed, organized or incorporated.

FIFTH:

If other than the date of filing, the effective date of the merger, (which cannot be prior to nor more than 90 days after the date this document is filed by the Florida Department of State) is as follows:

April 16, 2012.

SIXTH:

The Plan of Merger was adopted by the shareholders of the

surviving corporation on April 13, 2012.

SEVENTH:

The Plan of Merger was adopted by the shareholders of the

merging corporation on April 13, 2012.

Articles of Merger Page 1 of 4

EIGHTH: Signature for each corporation:

SURVIVING ENTITY:

Gojo Marketing Inc., a Florida corporation

By: _

Name: Barry B. Byrd

Title: Acting Vice President

MERGING ENTITY:

YZTC Realty, Inc., a Florida corporation

By:

Name: Barry B. Byrd

Title: Acting Vice President

PLAN OF MERGER For YZTC REALTY, INC., a Florida corporation Merger Into GOJO MARKETING INC, a Florida corporation

<u>FIRST:</u> The name, form/entity type, and jurisdiction for the <u>surviving</u> corporation is as follows:

GOJO MARKETING INC., a Florida corporation

SECOND: The exact name, form/entity type, and jurisdiction of the **merging** corporation is as follows:

YZTC REALTY, INC., a Florida corporation

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

The Effective Date of the merger shall be April 16, 2012 Upon the Effective Date, YZTC REALTY, INC., a Florida corporation, shall be merged into GOJO MARKETING INC., a Florida corporation, and the surviving entity shall continue unaffected and unimpaired by the merger, and shall possess and own all of the rights, privileges, powers, franchises, patents, trademarks, licenses, and registrations, both of a public and private nature, of the respective constituent entities, and shall be subject to all of the restrictions, disabilities and duties of each of the constituent entities so merged.

FOURTH: The manner and basis of converting the shares of each corporation into the 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 the rights to acquire shares or 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 is as follows:

The sole shareholder of the surviving corporation shall continue to own all the shares and assets of the surviving corporation following the merger.

Articles of Merger Page 3 of 4

<u>FIFTH:</u> Other provisions, if any, relating to the merger are as follows:

Any and all obligations and liabilities of the merging corporation shall be assumed by the surviving corporation.

THIS PLAN OF MERGER is approved to be effective as of the 13th day of April, 2012.

SURVIVING ENTITY:

Gojo Marketing Inc., a Florida corporation

By:

Name: Barry B. Byrd

Title: Acting Vice President

MERGING ENTITY:

YZTC Realty, Inc.,

a Florida corporation

By:

Name: Barry Byrd

Title: Acting Vice President