

S 99723

Dianne & Mark Curry III
207 Tacon Street
Tampa, FL 33629-7725

City/State/Zip

Phone #

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TALLAHASSEE, FLORIDA

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CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. _____ (Corporation Name) _____ (Document #) **8000003098718--6**
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NEW FILINGS

- ☐ Profit
☐ Not for Profit
☐ Limited Liability
☐ Domestication
☐ Other

Margot
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MS

AMENDMENTS

- ☐ Amendment
☐ Resignation of R.A., Officer/Director
☐ Change of Registered Agent
☐ Dissolution/Withdrawal
☐ Merger

OTHER FILINGS

- ☐ Annual Report
☐ Fictitious Name

REGISTRATION/QUALIFICATION

- ☐ Foreign
☐ Limited Partnership
☐ Reinstatement
☐ Trademark
☐ Other

Examiner's Initials

ARTICLES OF MERGER
Merger Sheet

MERGING:

MARK III FUNERAL HOME, INC., a Florida corporation, P93000021213

INTO

MARK CURRY'S FUNERAL HOME, INC., a Florida entity, S99723

File date: January 14, 2000

Corporate Specialist: Doug Spitler

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 are:

Name: . Mark Curry's Funeral Home, Inc.
D/B/A Mark III Funeral Home

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

Name: Mark III Funeral Home, Inc **Jurisdiction:** Florida

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 January 15, 2000

Fifth: Adoption of Merger by surviving corporation –
The Plan of Merger was adopted by the shareholders of the surviving corporation on January 10, 2000

Sixth: Adoption of Merger by merging corporation(s)
The Plan of Merger was adopted by the shareholders of the merging corporation(s) on January 10, 2000

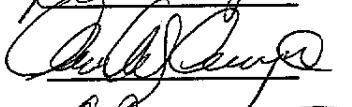
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TALLAHASSEE, FLORIDA

(Attach additional sheets if necessary)

I Seventh: SIGNATURES FOR EACH CORPORATION

<u>Name of Corporation</u>	<u>Signature</u>	<u>Typed or Printed Name of Individual & Title</u>
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Mark III Funeral Home, Inc		Dianne Curry, President
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Mark III Funeral Home, Inc		Mark Curry, III CEO
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Mark Curry's Funeral Home, Inc.		Dianne Curry, President
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Mark Curry's Funeral Home, Inc.		Mark Curry, III CEO
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PLAN OF MERGER

(Non Subsidiaries)

The following plan of merger is submitted in compliance with section 607.1 101, F. S. and in accordance with the laws of any other applicable jurisdiction of incorporation.

First: The name and jurisdiction of the Surviving corporation are:

Name : Mark Curry's Funeral Home, Inc.
D/B/A Mark III Funeral Home

Jurisdiction: Florida

Second: The name and jurisdiction of Merging corporation is:

Name: Mark III Funeral Home, Inc.

Jurisdiction: Florida

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

Whereas both corporations enjoy common ownership and intimately share assets, employees and expenses, it has been resolved that Mark Curry's Funeral Home, Inc. D/B/A Mark III Funeral Home, shall acquire all assets, including but not limited to inventory, vehicles, furnishings and accounts receivable of Mark III Funeral Home, Inc. In consideration for said assets, Mark Curry's Funeral Home Inc., D/B/A Mark III Funeral Home agrees to assume all debts and obligations of Mark III Funeral Home Inc. including but not limited to accounts payable, lease agreements, maintenance contracts and other obligations of Mark III Funeral Home, Inc.

Fourth: By proclamation of the shareholders of both the surviving corporation and the merging corporation, all shares of the merging corporation shall be converted into shares of the surviving corporation. These shares shall possess value and rights equal to that of the existing shares of the surviving corporation, as forth in the Amendments to Articles of Corporation ratified by the shareholders of Mark Curry's Funeral Home, Inc., on January 1, 2000

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

RESOLUTION:

AMEND ARTICLES OF INCORPORATION

RESOLVED, to amend the Articles of Incorporation in accordance with the proposed amendment as set forth on annexed document, and to duly file necessary notices of amendment with the Division of Corporations.

The undersigned hereby certifies that he/she is the duly elected and qualified Secretary and the custodian of the books and records and seal of Mark Curry's Funeral Home, Inc. D/B/A Mark III Funeral Home, a corporation duly formed pursuant to the laws of the state of Florida, and that the foregoing is a true record of a resolution duly adopted at a meeting of the Stockholders and that said meeting was held in accordance with state law and the Bylaws of the above-named Corporation on January 1, 2000, and that said resolution is now in full force and effect without modification or rescission.

IN WITNESS WHEREOF, I have executed my name as Secretary and have hereunto affixed the corporate seal of the above-named Corporation this 8th of January, 2000.

A TRUE RECORD.

ATTEST.


Secretary

CERTIFICATE OF AMENDMENT

Mark Curry's Funeral Home, Inc. D/B/A Mark III Funeral Home

Mark Curry's Funeral Home, Inc. D/B/A Mark III Funeral Home,

a corporation of the State of Florida whose registered office is

located at 3328 S. Dale Mabry, certifies pursuant to the provisions of the bylaws of the corporation, that at a meeting of the stockholders of said corporation called for the purpose of amending the articles of incorporation, and held on January 1,

2000, it was resolved by the vote of the holders of an appropriate majority of the shares of each class entitled to vote that ARTICLE IV of the Articles of Incorporation is amended to read as follows:

ARTICLE

The corporation is authorized to issue One Thousand Five hundred (1,500) of one dollar (\$1.00) par value Common Stock, which shall be designated "Common Shares"

Signed on January 8, 2000

By

President

Secretary

RESOLUTION:

CHANGE NUMBER OF AUTHORIZED SHARES

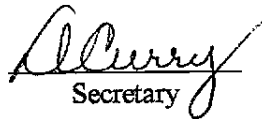
RESOLVED, to change the number of authorized shares of common stock of the Corporation from 500 shares to 1,500 shares, and to obtain such authorizations as are necessary from the Division of Corporations and to pay any fees associated therewith.

The undersigned hereby certifies that he/she is the duly elected and qualified Secretary and the custodian of the books and records and seal of Mark Curry's Funeral Home, Inc. D/B/A Mark III Funeral Home, a corporation duly formed pursuant to the laws of the State of Florida, and that the foregoing is a true record of a resolution duly adopted at a meeting of the Stockholders, and that said meeting was held in accordance with state law and the Bylaws of the above-named Corporation on January 1, 2000, and that said resolution is now in full force and effect without modification or rescission.

IN WITNESS WHEREOF, I have executed my name as Secretary and have hereunto affixed the corporate seal of the above-named Corporation this 8th day of January, 2000.

A True Record.

Attest.


Secretary

Other provisions relating to the merger are as follows:

RESOLUTION:

ACQUIRE ASSETS OF BUSINESS

WHEREAS, it is considered advisable for the Corporation to purchase and acquire all or substantially all of the business assets of Mark III Funeral Home, Inc., as a going business concern; be it

RESOLVED, that the Corporation execute an agreement to acquire the business assets of Mark III Funeral Home, Inc., all in accordance with a merger agreement annexed hereto; and be it RESOLVED FURTHER, that the President of the Corporation be authorized to execute such further documents and undertake such other acts as are reasonably required to carry out and consummate said transaction to acquire assets.

RESOLVED, that the Board of Directors be and is authorized and empowered to take all actions necessary to sell and dispose of the assets and properties of the Corporation, all upon such price and terms as the Board in its discretion deems to be in the best interests of the Corporation.

The undersigned hereby certifies that he/she is the duly elected and qualified Secretary and the custodian of the books and records and seal of Mark Curry's Funeral Home, Inc. D/B/A Mark III Funeral Home, a corporation duly formed pursuant to the laws of the state of Florida, and that the foregoing is a true record of a resolution duly adopted at a meeting of the Stockholders and that said meeting was held in accordance with state law and the Bylaws of the above-named Corporation on January 1, 2000, and that said resolution is now in full force and effect without modification or rescission.

IN WITNESS WHEREOF, I have executed my name as Secretary and have hereunto affixed the corporate seal of the above-named Corporation this 8th of January, 2000.

A TRUE RECORD.

ATTEST.


Secretary

**RESOLUTION:
ACQUIRE ASSETS OF BUSINESS**

WHEREAS, it is considered advisable for the Corporation to purchase and acquire all or substantially all of the business assets of Mark III Funeral Home, Inc., as a going business concern; be it

RESOLVED, that the Corporation execute an agreement to acquire the business assets of Mark III Funeral Home, Inc., all in accordance with a merger agreement annexed hereto; and be it **RESOLVED FURTHER**, that the President of the Corporation be authorized to execute such further documents and undertake such other acts as are reasonably required to carry out and consummate said transaction to acquire assets.

RESOLVED, that the Board of Directors be and is authorized and empowered to take all actions necessary to sell and dispose of the assets and properties of the Corporation, all upon such price and terms as the Board in its discretion deems to be in the best interests of the Corporation.

The undersigned hereby certifies that he/she is the duly elected and qualified Secretary and the custodian of the books and records and seal of Mark Curry's Funeral Home, Inc. D/B/A Mark III Funeral Home, a corporation duly formed pursuant to the laws of the state of Florida, and that the foregoing is a true record of a resolution duly adopted at a meeting of the Stockholders and that said meeting was held in accordance with state law and the Bylaws of the above-named Corporation on January 1, 2000, and that said resolution is now in full force and effect without modification or rescission.

IN WITNESS WHEREOF, I have executed my name as Secretary and have hereunto affixed the corporate seal of the above-named Corporation this 8th of January, 2000.

A TRUE RECORD.

ATTEST.


Secretary

MINUTES OF SPECIAL MEETING OF STOCKHOLDERS
Mark Curry's Funeral Home, Inc. D/B/A Mark III Funeral Home

A special meeting of the stockholders was duly called and held at 3328 S. Dale Mabry in the City of Tampa, in the State of Florida, on January 1, 2000, at 7:00 P.m.

The meeting was called to order by Dianne Curry, the President of the Corporation, and Dianne Curry, the Secretary of the Corporation, kept the records of the meeting and its proceedings.

The Secretary noted that stockholders owning 500 shares were present in person and stockholders owning 0 shares were represented by proxy, the aggregate amount representing more than 100 percent of the outstanding stock entitled to vote on the amendment to the articles of incorporation proposed at the meeting.

The secretary stated that the following stockholders were present in person:

Names	Number of Shares
<u>Dianne Curry</u>	<u>500</u>

and that the following stockholders were represented by proxy:

Names	Number of Proxies	Number of Shares
<u>NA</u>		

The Chairman then reported that there were present in person and represented by proxy the number of shares necessary to constitute a quorum to conduct business.

The Secretary put forth and read a waiver of notice of the meeting signed by each stockholder entitled to notice of the meeting, said waiver of notice together with a copy of the proxies submitted at the meeting were directed to be filed with the minutes of the meeting.

On the motion duly made and seconded, and after due deliberation, the following resolution was made:

Shareholders agree to aquire assets of and absorb Mark III Funeral Home, Inc.

A vote was taken which showed:

<u>500</u>	representing Dianne Curry shares
<u>0</u>	representing _____ shares
<u>N/A</u>	representing _____ shares

The Secretary announced that 500 shares of common stock had been voted in favor of the said resolution and 500 shares of common stock had been voted against said resolution, said vote representing more than 100 percent of outstanding shares in attendance and entitled to vote thereon.

The President thereafter declared that the resolution had been duly adopted.

There being no further business, upon motion duly made, the meeting adjourned.


Secretary