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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

COVER LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: Meunier Enterprises, LLC

Name of Surviving Party

The enclosed Certificate of Merger and fee(s) are submitted for filing.

Please return all correspondence concerning this matter to:

Janet K. Meunier

Meunier Enterprises, LLC

Firm/Company
1207 East Story Rd.

Address
Winter Garden, Florida 34787

City, State and Zip Code
jan@exoticcartransport.com

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

For further information concerning this matter, please call:

Janet K. Meunier at (407) 654-9949

Name of Contact Person

Area Code and Daytime Telephone Number



Certified copy (optional) \$30.00

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

MAILING ADDRESS:
Amendment Section
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

**Certificate of Merger
For
Florida Limited Liability Company**

The following Certificate of Merger is submitted to merge the following Florida Limited Liability Company(ies) in accordance with s. 608.4382, Florida Statutes.

FIRST: The exact name, form/entity type, and jurisdiction for each merging party are as follows:

<u>Name</u>	<u>Jurisdiction</u>	<u>Form/Entity Type</u>
Exotic Car Transport, Inc.	Fla.	Corporation
_____	_____	_____
_____	_____	_____
_____	_____	_____

SECOND: The exact name, form/entity type, and jurisdiction of the surviving party are as follows:

<u>Name</u>	<u>Jurisdiction</u>	<u>Form/Entity Type</u>
Meunier Enterprises, LLC	Fla.	LLC
_____	_____	_____

THIRD: The attached plan of merger was approved by each domestic corporation, limited liability company, partnership and/or limited partnership that is a party to the merger in accordance with the applicable provisions of Chapters 607, 608, 617, and/or 620, Florida Statutes.

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:

SIXTH: If the surviving party is not formed, organized or incorporated under the laws of Florida, the survivor's principal office address in its home state, country or jurisdiction is as follows:

N/A

SEVENTH: If the survivor is not formed, organized or incorporated under the laws of Florida, the survivor agrees to pay to any members with appraisal rights the amount, to which such members are entitled under ss.608.4351-608.43595, F.S.

EIGHTH: If the surviving party is an out-of-state entity not qualified to transact business in this state, the surviving entity:


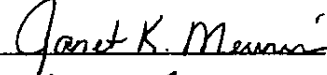

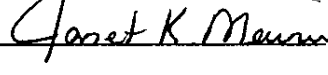
a.) Lists the following street and mailing address of an office, which the Florida Department of State may use for the purposes of s. 48.181, F.S., are as follows:

Street address: N/A

Mailing address:

b.) Appoints the Florida Secretary of State as its agent for service of process in a proceeding to enforce obligations of each limited liability company that merged into such entity, including any appraisal rights of its members under ss.608.4351-608.43595, Florida Statutes.

NINTH: Signature(s) for Each Party:

Name of Entity/Organization:	Signature(s):	Typed or Printed Name of Individual:
Meunier Enterprises, LLC		Thomas R. Meunier
		Janet K. Meunier
Exotic Car Transport, Inc.		Thomas R. Meunier
		Janet K. Meunier

Corporations:	Chairman, Vice Chairman, President or Officer (If no directors selected, signature of incorporator.)
General partnerships:	Signature of a general partner or authorized person
Florida Limited Partnerships:	Signatures of all general partners
Non-Florida Limited Partnerships:	Signature of a general partner
Limited Liability Companies:	Signature of a member or authorized representative

Fees:

For each Limited Liability Company:	\$25.00
For each Corporation:	\$35.00
For each Limited Partnership:	\$52.50
For each General Partnership:	\$25.00
For each Other Business Entity:	\$25.00

Certified Copy (optional): \$30.00

PLAN OF MERGER

FIRST: The exact name, form/entity type, and jurisdiction for each **merging** party are as follows:

<u>Name</u>	<u>Jurisdiction</u>	<u>Form/Entity Type</u>
Exotic Car Transport, Inc.	Fla.	Corporation

SECOND: The exact name, form/entity type, and jurisdiction of the **surviving** party are as follows:

<u>Name</u>	<u>Jurisdiction</u>	<u>Form/Entity Type</u>
Meunier Enterprises, LLC	Fla.	LLC

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

All of the duties, rights, property, privileges, and liabilities of the merging Corporation, Exotic Car Transport, Inc., are to be merged with the merging/surviving entity, Meunier Enterprises, LLC, and for which internal Corporate, LLC, and applicable procedures, statutes, provisions, and regulations have been complied with by the merging parties.

(Attach additional sheet if necessary)

FOURTH:

A. The manner and basis of converting the interests, shares, obligations or other securities of each merged party into the interests, shares, obligations or others securities of the survivor, in whole or in part, into cash or other property is as follows:

All of the assets, property, interests, shares, obligations, or other securities of the merging Corporation, Exotic Car Transport, Inc., including but not limited to the Corporation's cash, all bank accounts, retained earnings, and any and all other financial interests, are to be merged with the merging/surviving entity, Meunier Enterprises, LLC, and for which all applicable Corporate, LLC, state, and federal statutes and procedures have been complied with to protect and confirm the parties' interests.

(Attach additional sheet if necessary)

B. The manner and basis of converting rights to acquire the interests, shares, obligations or other securities of each merged party into rights to acquire the interests, shares, obligations or others securities of the survivor, in whole or in part, into cash or other property is as follows:

The rights to acquire all Exotic Car Transport, Inc.'s property and interests, including but not limited to Exotic Car Transport, Inc.'s cash on hand, bank accounts, retained earnings, and other financial interests with the surviving entity, Meunier Enterprises, LLC., shall be effected under § 386, Internal Revenue Code, and other applicable federal and state statutes and procedures to protect and confirm the parties' interests.

(Attach additional sheet if necessary)

FIFTH: Any statements that are required by the laws under which each other business entity is formed, organized, or incorporated are as follows:

This Merger Plan is being effected in full compliance with the merging Exotic Car Transport, Inc.'s, Articles of Incorporation and Bylaws, and the surviving Meunier Enterprises, LLC's, Articles of Organization and Operations and Management Agreement, and all other applicable state and federal statutory requirements and provisions to protect and confirm the parties' interests.

(Attach additional sheet if necessary)

SIXTH: Other provisions, if any, relating to the merger are as follows:

This Merger Plan and all necessary and appropriate procedures thereto have been ratified and memorialized via the appropriate merging Exotic Car Transport, Inc., and the surviving Meunier Enterprises, LLC's, internal documents, all of which are on file in the entities' business offices.

(Attach additional sheet if necessary)