

L08000116422

Florida Department of State
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MERGER OR SHARE EXCHANGE

10629 Atlantic Boulevard, L.L.C.

C. LEWIS

DEC 31 2008

EXAMINER

Certificate of Status	0
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H08000279435 3

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CERTIFICATE OF MERGER

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Sections 608.4382 and 620.2106 of the Florida Statutes, the undersigned organizations adopt the following Certificate of Merger:

1. In the manner prescribed by Florida Statutes, the following Plan of Merger was approved by Samuel Price and Charles Price as all of the Members and the Managing Members of 10629 Atlantic Boulevard, L.L.C., a Florida limited liability company, whose address is 6278 Dupont Station Court, Suite 1, Jacksonville, Florida 32217, and whose Florida document/registration number is L08000116422, whose FEI number is 26-3922348 (hereinafter referred to as the "Surviving LLC") and by Samuel Price and Charles Price as all of the Partners of Isser Partnership, a general partnership under the Florida General Partnership laws, whose address is 6278 Dupont Station Court, Suite 1, Jacksonville, Florida 32217, whose Florida document/registration number is GP0800004803, and whose FEI number is 59-2963233 (hereinafter referred to as the "Absorbed Partnership"), whose address is 6278 Dupont Station Court, Suite 1, Jacksonville, Florida 32217 and whose sole asset is that certain real property described on Exhibit A attached hereto:

PLAN OF MERGER

Section One. Merger. The Absorbed Partnership shall merge with and into the Surviving LLC.

Section Two. Terms and Conditions. On the effective date of the merger, the separate existence of the Absorbed Partnership shall cease, and the Surviving LLC shall succeed to all the rights, privileges, immunities, and franchises, and all the property, real, personal, and mixed of the Absorbed Partnership, without the necessity for any separate transfer. The Surviving LLC shall thereafter be responsible and liable for all liabilities and obligations of the Absorbed Partnership then owing as of such date with respect to the Absorbed Partnership, and neither the rights of creditors nor any liens on the property of the Absorbed Partnership shall be impaired by the merger.

Section Three. Conversion of Interests. The manner and basis of converting the ownership interests of the owners of the Absorbed Partnership into Membership Units of the Surviving LLC is as follows:

The entire ownership interests in the Absorbed Partnership held on the effective date of the merger shall be converted into 98 Membership Units of the Surviving LLC, which Membership Units of the Surviving LLC shall thereupon be issued and outstanding.

Section Four. Changes in Articles of Organization. The Articles of Organization of the Surviving LLC shall continue to be its Articles of Organization following the effective date of the merger.

Section Five. Changes in Operating Agreement. The Operating Agreement of the Surviving LLC shall continue to be its Operating Agreement following the effective date of the merger, except that the Operating Agreement shall be amended to reflect the additional Membership Units issued to the Partners of the Absorbed Partnership.

Section Six. Managing Member. The Managing Members of the Surviving LLC on the effective date of the merger shall continue as the Managing Members of the Surviving LLC.

H08000279435 3

080468.01 Cert. of Merger

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Section Seven. Approval by Members and Partners. This Plan of Merger has been approved contemporaneously with the execution hereof by the Managing Members of the Surviving LLC and by the Partners of the Absorbed Partnership.

Section Eight. Effective Date of Merger. The effective date of this merger shall be the date the Certificate of Merger is filed with Florida Secretary of State.

2. The exact name, street address of its principal office, and jurisdiction of the Surviving LLC are as following:

NAME: 10629 Atlantic Boulevard, L.L.C. JURISDICTION: State of Florida
ADDRESS: 6278 Dupont Station Court
Suite 1
Jacksonville, FL 32217

FLORIDA DOCUMENT/REGISTRATION NUMBER: L08000116422

FEI NUMBER: 26-3922348

3. The Plan of Merger meets the requirements of the Florida Statutes, and was approved contemporaneously with the execution hereof by the Managing Members of the Surviving LLC and by the Partners of the Absorbed Partnership in accordance with Chapters 607, 617, 608 and/or 620 of the Florida Statutes.

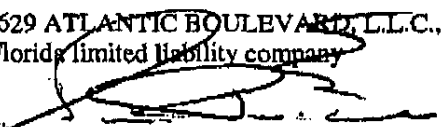
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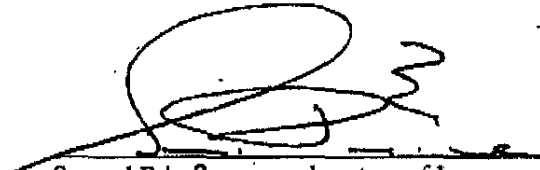
The undersigned 10629 Atlantic Boulevard, L.L.C., a Florida limited liability company, and Isser Partnership, a general partnership under the Florida General Partnership laws, have caused this Certificate of Merger of Isser Partnership into 10629 Atlantic Boulevard, L.L.C. to be duly executed this 24th day of December, 2008.

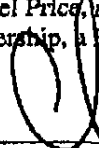
10629 ATLANTIC BOULEVARD, L.L.C.,
a Florida limited liability company

By: 
Samuel Price, Managing Member and

By: 
Charles Price, Managing Member

"Surviving LLC"


Samuel Price, as general partner of Isser
Partnership, a Florida general partnership


Charles Price, as general partner of Isser
Partnership, a Florida general partnership

"Absorbed Partnership"

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EXHIBIT A

Lots 27, 28 and 29, SALTZMAN TERRACE, Replat of part of Section 9, Atlantic Boulevard Estates, according to plat thereof recorded in Plat Book 19, page 68, of the current public records of Duval County, Florida.

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