

LO90000006970



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03/08/11--01004--011 **100.00

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

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CLERK OF STATE
TALLAHASSEE, FLORIDA

D. BRUCE

APR 04 2011

EXAMINER

EFFECTIVE DATE 3/08/11



FLORIDA DEPARTMENT OF STATE
Division of Corporations

March 10, 2011

CARLOS E. VARONA-ACCOUNTANT
UNLIMITED ACCOUNTING SYSTEM, LLC
15253 SW 39TH TERRACE
MIAMI, FL 33185

SUBJECT: 326 SOUTHWEST 13 AVENUE, LLC
Ref. Number: L09000006970

We have received your document for 326 SOUTHWEST 13 AVENUE, LLC and your check(s) totaling \$100.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The effective date must be specific and cannot be prior to the date of filing.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6984.

Deborah Bruce
Regulatory Specialist II

Letter Number: 611A00005930

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TALLAHASSEE, FLORIDA

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COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: 326 Southwest 13 Avenue 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:

Carlos E. Varona-Accountant

Contact Person

Unlimited Accounting System, LLC

Firm/Company

15253 SW 39th Terrace

Address

Miami, Fl. 33185

City, State and Zip Code

carlosevarona@yahoo.com

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

For further information concerning this matter, please call:

Carlos E. Varona

Name of Contact Person

at (786)

Area Code and Daytime Telephone Number

234-6837

Certified copy (optional) \$30.00

STREET ADDRESS:

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

MAILING ADDRESS:

Registration Section
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

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**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> |
|-----------------------------|---------------------|-------------------------|
| 326 Southwest 13 Avenue LLC | Florida | LLC L090000006970 |
| 319 Southwest 13 Ave. LLC | Florida | LLC L090000006994 |
| 615-617 NW 21 Street LLC | Florida | LLC L090000006986 |
| 2085-95 NW 6 Street LLC | Florida | LLC L090000006989 |

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> |
|-----------------------------|---------------------|-------------------------|
| 326 Southwest 13 Avenue LLC | Florida | LLC L090000006970 |


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.

EFFECTIVE DATE 3/08/11

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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:

03/08/2011. 

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 entitles 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: N/A

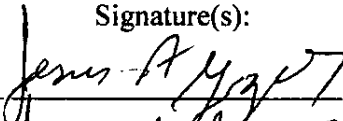
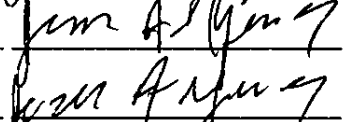
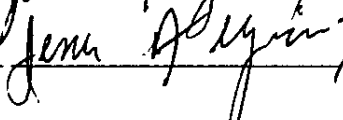
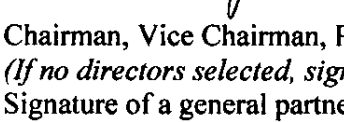
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b.) Appoints the Florida Secretary of State as its agent for service of process in a proceeding to enforce obligations of each limited liability company that merged into such entity, including any appraisal rights of its members under ss.608.4351-608.43595,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

NINTH: Signature(s) for Each Party:

| Name of Entity/Organization: | Signature(s): | Typed or Printed Name of Individual: |
|------------------------------|--------------------------------------------------------------------------------------|--------------------------------------|
| 319 Southwest 13 Street LLC |  | Jesus Gonzalez (M) |
| 326 Southwest 13 Ave. LLC |  | Jesus Gonzalez (M) |
| 615-617 NW 21 Street LLC |  | Jesus Gonzalez (M) |
| 2085-95 NW 6 Street LLC |  | Jesus Gonzalez (M) |

| | |
|-----------------------------------|----------------------------------------------------------------------------------------------------------------|
| Corporations: | Chairman, Vice Chairman, President or Officer <i>(If no directors selected, signature of incorporator.)</i> |
| 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

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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> |
|-----------------------------|---------------------|-------------------------|
| 319 Southwest 13 Street LLC | Florida | LLC |
| 326 Southwest 13 Ave. LLC | Florida | LLC |
| 615-617 NW 21 Street LLC | Florida | LLC |
| 2085-95 NW 6 Street LLC | Florida | LLC |

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> |
|---------------------------|---------------------|-------------------------|
| 326 Southwest 13 Ave. LLC | Florida | LLC |

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

Merger will be effective as of January 1st, 2011.

Surviving Party will control all assets from mergers companies and will be in charge
of the administration. The two Members of these companies will remain in their
positions.

(Attach additional sheet if necessary)

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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:

Everything shall be consolidated under the surviving party; the two members of all of these companies shall remain in their position.

(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:

Interest, shares, obligations etc. shall remain under the administration of the surviving party. Ownership will remain the same, with the original two members of all of these companies.

(Attach additional sheet if necessary)

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

N/A

(Attach additional sheet if necessary)

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

N/A

(Attach additional sheet if necessary)

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