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To:

Division of Corporations
Fax Number : (850) 617-6380

From:

Account Name : SHUTTS & BOWEN LLP (ORLANDO)
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MERGER OR SHARE EXCHANGE
VMR Products LLC

Certificate of Status	1
Certified Copy	0
Page Count	06
Estimated Charge	\$58.75

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FLORIDA DEPARTMENT OF STATE
DIVISION OF CORPORATIONS

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

The following Articles of Merger are submitted to merge the following Florida Limited Liability Companies in accordance with s. 605.1025, 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>
VMR Products LLC L10 - 40391	Florida, United States	Limited Liability Company
Venetus Sub LLC L18 - 227861	Florida, United States	Limited Liability Company

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>
VMR Products LLC	Florida, United States	Limited Liability Company

THIRD: The merger was approved by each domestic merging entity that is a limited liability company in accordance with ss.605.1021-605.1026.

FOURTH: Please check one of the boxes that apply to the surviving entity: (if applicable)

- ☒ This entity exists before the merger and is a domestic filing entity, the amendment, if any to its public organic record is attached.
- ☐ This entity is created by the merger and is a domestic filing entity, the public organic record is attached.
- ☐ This entity is created by the merger and is a domestic limited liability limited partnership or a domestic limited liability partnership, its statement of qualification is attached.
- ☐ This entity is a foreign entity that does not have a certificate of authority to transact business in this state. The mailing address to which the department may send any process served pursuant to s. 605.0117 and Chapter 48, Florida Statutes is:

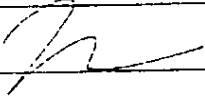
FIFTH: This entity agrees to pay any members with appraisal rights the amount to which members are entitled under ss.605.1006 and 605.1061-605.1072, F.S.

SIXTH: If other than the date of filing, the delayed 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:

Not applicable; the effective time and date of the merger herein provided for in the State of Florida shall be as of the time and date of the filing of these Articles of Merger.

Note: If the date inserted in this block does not meet the applicable statutory filing requirements, this date will not be listed as the document's effective date on the Department of State's records.

SEVENTH: Signatures for each merging entity:

<u>Name of Entity/Organization:</u>	<u>Signature(s):</u>	<u>Typed or Printed Name of Individual:</u>
VMR Products LLC		Dan A. Recio
Venetus Sub LLC		

FIFTH: This entity agrees to pay any members with appraisal rights the amount to which members are entitled under ss.605.1006 and 605.1061-605.1072, F.S.

SIXTH: If other than the date of filing, the delayed 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:

Not applicable; the effective time and date of the merger herein provided for in the State of Florida shall be as of the time and date of the filing of these Articles of Merger.

Note: If the date inserted in this block does not meet the applicable statutory filing requirements, this date will not be listed as the document's effective date on the Department of State's records.

SEVENTH: Signatures for each merging entity:

<u>Name of Entity/Organization:</u>	<u>Signature(s):</u>	<u>Typed or Printed Name of Individual:</u>
VMR Products LLC		
Venetus Sub LLC		Tim Danaher

Articles of Organization of the Surviving Entity

[See attached]

AMENDED AND RESTATED
ARTICLES OF ORGANIZATION OF
VMR PRODUCTS LLC

WHEREAS, the initial Articles of Organization of VMR PRODUCTS LLC (the "Company") were filed with the Florida Department of State on April 15, 2010 and assigned Document Number L1000040391. The Articles of Organization were subsequently amended on April 19, 2010, December 29, 2014, April 18, 2015 and August 29, 2018.

WHEREAS, it is the intention of the members and managers of the Company that the Articles of Organization of the Company be amended and restated effective immediately upon filing with the Florida Department of State.

NOW, THEREFORE, the Articles of Organization of the Company are hereby amended and restated as follows:

ARTICLE I - Name

The name of the Limited Liability Company is:

VMR PRODUCTS, LLC

ARTICLE II – Street and Mailing Address

The street address and mailing address of the principal office of the Limited Liability Company is as follows:

560 20th Street
San Francisco, CA 94107

ARTICLE III – Management

The Company shall be managed by one or more managers, and is thus a manager-managed limited liability company. The managers shall be:

Timothy S. Danaher
560 20th Street
San Francisco, CA 94107

Alberto Hernandez-Martinez
560 20th Street
San Francisco, CA 94107

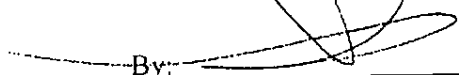
**ARTICLE IV - Registered Agent and Office and
Registered Agent's Signature**

The name and the Florida street address of the registered agent are:

CT Corporation System
1200 South Pine Island Road
Plantation, FL 33324

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this Certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 605, Florida Statutes.

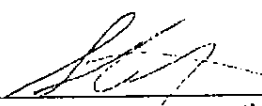
CT CORPORATION SYSTEM

By: 

(Registered Agent's Signature)

Peter F. Souza
Assistant Secretary

Print Name: _____



Signature of a member or an authorized representative of a member.
Stefan A. Rubin, Esquire, Authorized Representative

(In accordance with section 605.0203 (1) (b), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true. I am aware that any false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, Florida Statutes)