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(Requestor's Name)

(Address)

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(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

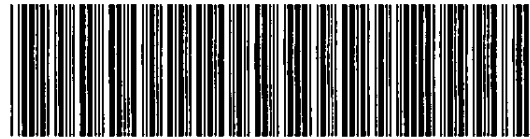
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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13 FEB -5 AM 11: 22
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FEB 7 2013

T. ROBERTS

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A PROFESSIONAL ASSOCIATION

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TOWSON, MARYLAND 21204
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ELLIS LEVIN (1893-1960)
CALMAN A. LEVIN (1930-2003)

January 28, 2013

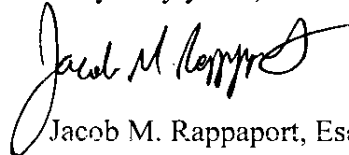
Amendment Section
Division of Corporations
P.O. Box
Tallahassee, FL 32314

Re: Certificate of Merger
M. Ronald Lipman, LLC

To Whom It May Concern:

The enclosed Certificate of Merger and Plan of Merger for surviving entity named, "M. Ronald Lipman, LLC" and fees are submitted for filing. Please return all correspondence concerning this matter to M. Ronald Lipman, 1605 Middle Gulf Drive, #321, Sanibel, Florida 33957. For further information concerning this matter, please call Jacob M. Rappaport at 410-312-4641.

Very truly yours,


Jacob M. Rappaport, Esq.

JMR/jmr
Enclosure

CERTIFICATE/ARTICLES OF MERGER

The following certificate/articles of merger are being submitted in accordance with section 608.4382, Florida Statutes.

FIRST: The exact name, street address of its principal office, jurisdiction, and entity type for each **merging** party are as follows:

<u>Name and Street Address</u>	<u>Jurisdiction</u>	<u>Entity Type</u>
Lipman Properties, Inc. c/o M. Ronald Lipman 2209 Cavesdale Road Owings Mills, Maryland 21117	Maryland	Corporation

Maryland Document/Registration Number: DO3353661 FEI Number: 52-1767189

Date of Formation: January 13, 1992

SECOND: The exact name, street address of its principal office, jurisdiction, and entity type of the **surviving** party are as follows:

<u>Name and Street Address</u>	<u>Jurisdiction</u>	<u>Entity Type</u>
✓ M. Ronald Lipman, LLC c/o M. Ronald Lipman 1605 Middle Gulf Drive, # 321 Sanibel, Florida 33957	Florida	Limited Liability Company

Florida Document/Registration Number: L12000014071

Date of Formation: January 30, 2012

THIRD: The attached Plan of Merger meets the requirements of sections 608.438, and 608.4381, Florida Statutes, and was approved by the domestic limited liability company 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: The merger is permitted under the respective laws of all applicable jurisdictions and is not prohibited by the operating agreement of any limited liability company that is a party to the merger.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SIXTH: The merger shall become effective as of the date the Articles of Merger are filed with Florida Department of State.

SEVENTH: The Articles of Merger comply and were executed in accordance with the laws of each party's applicable jurisdiction.

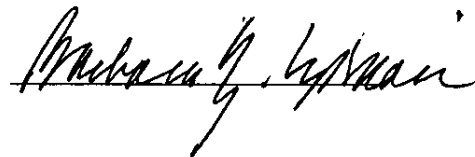
IN WITNESS WHEREOF, these Articles of Merger are hereby signed for and on behalf of the surviving party by its managing member, who hereby acknowledges that these Articles of Merger are the act of that limited liability company, and who hereby states under the penalties for perjury that the matters and facts set forth herein with respect to authorization and approval of the merger are true in all material respects to the best of his knowledge, information, and belief. These Articles of Merger have been signed for and on behalf of the merging party by its managing member, who hereby acknowledges that these Articles of Merger are the act of that limited liability company, and who hereby states under the penalties for perjury that the matters and facts set forth herein with respect to authorization and approval of the merger are true in all material respects to the best of his knowledge, information, and belief.


Date: December 31, 2012

ATTEST:

"The merging corporation"

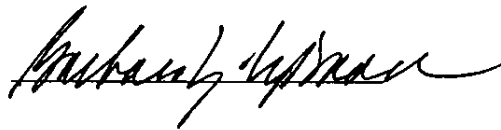
LIPMAN PROPERTIES, INC., a Maryland Corporation




By:  (SEAL)
M. Ronald Lipman, President

"The surviving Limited Liability Company"

M. RONALD LIPMAN, LLC, a Florida Limited Liability Company



By:  (SEAL)
M. Ronald Lipman, Managing Member

PLAN OF MERGER

The following plan of merger, which was adopted and approved by each party to the merger in accordance with sections 608.438 and 608.4381, Florida Statutes, is being submitted in accordance with sections 608.438, and 608.4381, Florida Statutes.

FIRST: The exact name and jurisdiction of the Merging Party are as follows:

<u>Name</u>	<u>Jurisdiction</u>
Lipman Properties, Inc.	Maryland

SECOND: The exact name and jurisdiction of the Surviving Party are as follows:

<u>Name</u>	<u>Jurisdiction</u>
M. Ronald Lipman, LLC	Florida

THIRD: The terms and conditions of the merger are as follows: The members of the Merging Party shall transfer to the Surviving Party their interest in the Merging Party and shall receive in return an equal interest in the Surviving Party.

FOURTH: The manner and basis of converting the interests, shares, obligations or other securities of each merged party into the interests, shares, obligations or other securities of the survivor, in whole or in part, into cash or other property are as follows: At and as of the effective time of the merger, as the ownership interests in each entity are identical, the interests in the Merging Party shall be extinguished and the interest in the Surviving Party shall continue in full force and effect.

FIFTH: All statements that are required by the laws of the jurisdiction under which each Non-Florida business entity that is a party to the merger is formed, organized, or incorporated are as follows: Articles of Merger and Approval by the members of the merging entity.

IN WITNESS WHEREOF, the partners of the merging and the Surviving Parties acknowledge that this Plan of Merger is their act, and that they have executed this Plan of Merger this 31st day of December 2012.

[SIGNATURES ON FOLLOWING PAGE]

ATTEST:

"The merging corporation"

LIPMAN PROPERTIES, INC., a Maryland corporation

M. Ronald Lipman

By: *M. Ronald Lipman* (SEAL)
M. Ronald Lipman, President

"The surviving Limited Liability Company"

M. RONALD LIPMAN, LLC, a Florida Limited Liability Company

M. Ronald Lipman

By: *M. Ronald Lipman* (SEAL)
M. Ronald Lipman, Managing Member