

L12,000,040797

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP

WAIT

MAIL

(Business Entity Name)

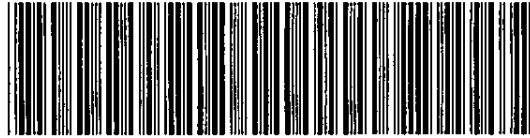
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TALLAHASSEE, FLORIDA

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AUG 31 2015

J. BRUCE

COVER LETTER

TO: Registration Section  
Division of Corporations

SUBJECT: 121 AIR, LLC

Name of Limited Liability Company

Dear Sir or Madam:

The enclosed Articles of Interest Exchange and fee(s) are submitted for filing.

Please return all correspondence concerning this matter to the following:

JOHN CARTER

Name of Person

XV ENTERPRISES, LLC

Firm/Company

7700 SQUARE LAKE BLVD.

Address

JACKSONVILLE, FL 32256

City/State and Zip Code

JOHN@XVENTERPRISES.COM

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

For further information concerning this matter, please call:

JOHN CARTER

Name of Person

at ( 904 )

Area Code

380-6762

Daytime Telephone Number

**STREET/COURIER ADDRESS:**

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

**MAILING ADDRESS:**

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

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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**Important Notice:** Pursuant to s. 605.0212 (11), F.S., as a condition of an interest exchange between a limited liability company and another entity under s. 605.1031, the limited liability company and each other entity that is a party to the interest exchange which exists under the laws of this state, and each party to the interest exchange which exists under the laws of another jurisdiction and has a certificate of authority to transact business or conduct its affairs in this state, must be active and current in filing its annual reports in the records of the department through December 31 of the calendar year in which the articles of interest exchange are submitted to the department for filing.

ARTICLES OF INTEREST EXCHANGE

Pursuant to section 605.1035, Florida Statutes, I hereby submit the following Articles of Interest Exchange:

FIRST: The name of the acquired limited liability company is: 121 AIR, LLC

The document number of the acquired entity is: L12000040797

SECOND: The name of the acquiring entity is: XV ENTERPRISES, LLC

The jurisdiction of formation of the acquiring entity is: FLORIDA

If applicable, the document number of the acquiring entity is: L10000012016

The acquiring entity is a: LLC  
(entity type: corp, llc, lp etc.)

THIRD: The plan of interest exchange was approved by the acquired limited liability entity in accordance with the provisions of ss. 605.1031-605.1036 and by each member of such limited liability company who, as a result of the interest exchange, will have interest holder liability under s. 605.1033(1)(b) and whose approval is required.

FOURTH: The amendments, if any, to the acquired limited liability company's public organic record approved as part of the plan of interest exchange are attached.

(Check One)

- FIFTH:  The plan of interest exchange was approved by each acquiring entity that is a party to the interest exchange in accordance with the organic laws in its jurisdiction of formation, or
- The plan of interest exchange approval was not required

SIXTH: The acquiring entity has agreed to pay to any members of the acquired entity with appraisal rights the amount to which such members are entitled under ss. 605.1006 and 605.1061-605.1072.

SEVENTH: The effective date of the interest exchange, if the effective date of the interest exchange is not the same as the date of filing of the articles of interest exchange, subject to the limitations in s. 605.067 is

4-3-2015

(Effective date cannot be prior to the date of filing or more than 90 days after the date of filing)

[Signature]  
Signature of Authorized person-Acquired LLC

JEFFERY CURRY  
Typed or printed name of signature

[Signature]  
Signature of Authorized person- Acquiring Entity

TIMOTHY TEBOW  
Typed or printed name of signature

Filing Fee: \$25.00  
Certified copy: \$30.00 (optional)

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