

L1200059400

Florida Department of State
Division of Corporations
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MERGER OR SHARE EXCHANGE
ARTECITY 102, LLC

Table with 2 columns: Description and Value. Rows include Certificate of Status (0), Certified Copy (1), Page Count (04), and Estimated Charge (\$58.75).

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**ARTICLES OF MERGER**

The following articles of merger are submitted in accordance with the Florida Limited Liability Company(ies) Act, in accordance with §605.1025, Florida Statutes.

**FIRST**

The name, jurisdiction and type of entity of the merging party is KASVU LTD., a company incorporated under the laws of the British Virgin Islands with Document Number 1710144.

**SECOND**

The name and jurisdiction of the surviving corporation is ARTECITY 102, LLC, a Florida limited liability company with Document Number L12000059460.

**THIRD**

The merger was approved by each domestic merging entity that is a limited liability company in accordance with §§605.1021-605.1026; by each other merging entity in accordance with the laws of its jurisdiction; and by each member of such limited liability company who are a result of the merger will have interest holder liability under §605.1023(1)(b).

**FOURTH**

This entity exists before the merger and is a domestic filing entity, the amendment, if any to its public organic record.

**FIFTH**

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

**SIXTH**

The date of the merger is the day of filing.

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**SEVENTH**

Counterparts / Facsimile Signatures. This Statement may be executed in any number of counterparts each of which shall be deemed to be an original, and all of which together shall be deemed to be one and the same instrument (including by means of facsimile and electronic portable document format (PDF)), each of which shall be deemed an original, but all of which together shall constitute one and the same instrument.

**SIGNATURES FOR EACH CORPORATION**

ARTECITY 102, LLC

By: \_\_\_\_\_

Paulo Hernandez Corredoira, Manager

KASVU LTD.

By: \_\_\_\_\_

Paulo Hernandez Corredoira, Director

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**PLAN AND AGREEMENT OF MERGER**

The following plan of merger is in compliance with section 605.1022, and in accordance with the laws of any other applicable jurisdiction of incorporation.

**FIRST.** The name and jurisdiction of the surviving entity is ARTECITY 102, LLC, a Florida limited liability company.

**SECOND.** The name and jurisdiction of the merging entity is KASVU LTD., a company incorporated under the laws of the British Virgin Islands.

**THIRD.** Terms and Conditions of Merger

At the effective date of the Merger, Kasvu Ltd. ("Merging Entity") shall be merged with and into Artec City 102, LLC. Artec City 102, LLC shall be the surviving entity of the Merger (hereinafter referred to as "Surviving Entity") and the separate corporate existence of Merging Corporation shall cease. The Merger shall become effective on the filing of articles of merger with the Department of State of the State of Florida in accordance with the provisions of the Florida Revised Limited Liability Company Act (the "Effective Date"). The Merger was approved by the Surviving Entity and Merging Entity in accordance with Chapter 605, Florida Statutes. All members of Merging Entity have consented to the Merger.

**FOURTH.** Conversion of Interests

At the Effective Date, by virtue of the Merger and without any action on the part of the holder thereof:

- (a) All 100% of the shares of the Merging Corporation outstanding immediately prior to the Effective Date shall be converted into an ownership interest of equal value in the Surviving Corporation. No other shares or interests in the Merging Corporation are outstanding at the time of the Merger

**FIFTH.** Amendments or Restatements to Organic Record

As of the Effective Date of the Merger the Surviving Entity was in existence and there are no proposed amendments to or restatements of its public organic record. The Surviving Entity's private organic documents will be amended in order to reflect the new 100% member, Paulo Hernandez Corredoira, as Trustee of the Kasvu Trust w/d January 24, 2017, a trust organized under the laws of the State of Florida

**SIXTH.** Other Terms and Conditions of the Merger

There are no other terms and conditions of the merger.

**SEVENTH.** Other Provisions of Merging Entity's Jurisdiction

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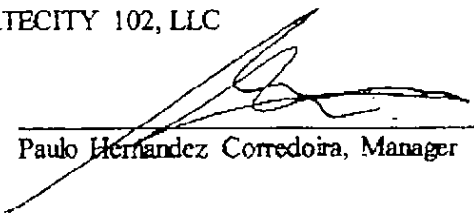
There are no other provisions required by the law of the Merging Entity's jurisdiction of formation or the organic rules of the Merging Entity.

SEVENTH. Counterparts / Facsimile Signatures.

This Plan may be executed in any number of counterparts each of which shall be deemed to be an original, and all of which together shall be deemed to be one and the same instrument (including by means of facsimile and electronic portable document format (PDF)), each of which shall be deemed an original, but all of which together shall constitute one and the same instrument.

IN WITNESS HEREOF, the undersigned have caused this Plan of Merger to be signed on their behalf by their respective authorized representative on as of November 1, 2018.

ARTECITY 102, LLC

By:   
Paulo Hernandez Corredoira, Manager

KASVU LTD.

By:   
Paulo Hernandez Corredoira, Director