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# MERGER OR SHARE EXCHANGE ABACO B, LLC

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#### ARTICLES OF MERGER

**OF** 

## ABACO A, LLC, a Florida limited liability company (the "Merging Entity")

### WITH AND INTO

ABACO B, LLC, a Florida limited liability company (the "Surviving Entity")

June 24, 2024

The following Articles of Merger are being submitted pursuant to the provisions of s. 605.1025 Florida Statutes.

The exact name, jurisdiction and entity type of the Merging Entity are as follows:

Name

22-29775°

ABACO A, LLC

Florida

Limited Liability Company

**SECOND**: The exact name, jurisdiction and entity type of the Surviving Entity are as follows:

Name

Jurisdiction

**Entity Type** 

ABACO B, LLC 743546 Florida

Limited Liability Company

THIRD: Pursuant to an Agreement and Plan of Merger by and between the Merging Entity and the Surviving Entity, the Merging Entity intends to merge with and into the Surviving Entity (the "Merger") and the separate existence of the Merging Entity shall cease. The Surviving Entity is the surviving business entity in the Merger.

**FOURTH**: The Merger was approved by Merging Entity and by Surviving Entity in accordance with ss. 605.1021-605.1026, Florida Statutes; and by each member of such limited liability company who as a result of the Merger will have interest holder liability under s. 605.1023(1)(b), Florida Statutes.

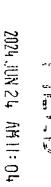
**FIFTH**: The Surviving Entity existed before the merger and is a domestic filing entity.

SIXTH: The Surviving Entity agrees to pay any members with appraisal rights the amount, to which such members are entitled under ss. 605.1006 and 605.1061-605.1072, Florida Statutes.

**SEVENTH**: The Merger shall become effective upon filing of these Articles of Merger.

These Articles of Merger may be executed in separate counterparts or counterpart signature pages, each of which shall be deemed to be an original and all of which, when taken together, shall constitute one and the same instrument.

(Signature page to follow)



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IN WITNESS WHEREOF, the Merging Entity and the Surviving Entity have caused these Articles of Merger to be signed effective as of the date first above written.

## **MERGING ENTITY:**

ABACO A, LLC, a Florida limited liability company

Name: Michael Berkowitz Title: Authorized Person

## **SURVIVING ENTITY:**

ABACO B, LLC, a Florida limited liability company

Name: Michael Berkowitz Title: Authorized Person