L12000075039

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP ☐ WAIT ☐ MAIL

(Business Entity Name)

(Document Number)

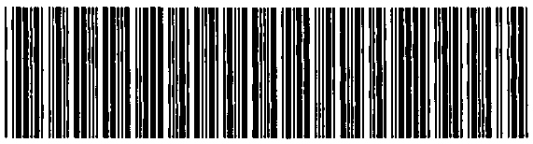
Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

6/12/12 -Spoke with mr. Peter Flanagan mr. James K. Neer is the member for both LLC's. TH

No Certificate per mr. Flanagan

Office Use Only



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06/08/12--01021--009 **330.00

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JUN 11 2012

T. HAMPTON

**COVER LETTER**

**TO:** Registration Section
Division of Corporations

**SUBJECT:** 79 Glover, LLC
Name of Surviving Party

The enclosed Certificate of Merger and fee(s) are submitted for filing.

Please return all correspondence concerning this matter to:

Peter A Flanagan
Contact Person

Simses & Associates PA
Firm/Company

400 Royal Palm Way Suite 304
Address

Palm Beach, FL 33480
City, State and Zip Code

pflanagan@simseslaw.com
*E-mail address: (to be used for future annual report notification)*

For further information concerning this matter, please call:

Peter A Flanagan at ( 561 ) 8351313
Name of Contact Person — Area Code and Daytime Telephone Number

☑ Certified copy (optional) $30.00

**STREET ADDRESS:**
Registration Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

**MAILING ADDRESS:**
Registration Section
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

# Certificate of Merger
# For
# Florida Limited Liability Company

The following Certificate of Merger is submitted to merge the following Florida Limited Liability Company(ies) in accordance with s. 608.4382, Florida Statutes.

**FIRST:** The exact name, form/entity type, and jurisdiction for each **merging** party are as follows:

| Name | Jurisdiction | Form/Entity Type |
|---|---|---|
| 79 Glover, LLC | Connecticut | LLC |
| 79 Glover, LLC | Florida | LLC |
| | | |
| | | |

**SECOND:** The exact name, form/entity type, and jurisdiction of the **surviving** party are as follows:

| Name | Jurisdiction | Form/Entity Type |
|---|---|---|
| 79 Glover, LLC | Florida | LLC L12000075039 |

**THIRD:** The attached plan of merger was approved by each domestic corporation, limited liability company, partnership and/or limited partnership that is a party to the merger in accordance with the applicable provisions of Chapters 607, 608, 617, and/or 620, Florida Statutes.



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**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:** If other than the date of filing, the 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:

Date of filing _____.

**SIXTH:** If the surviving party is not formed, organized or incorporated under the laws of Florida, the survivor's principal office address in its home state, country or jurisdiction is as follows:

N/A _____

_____

_____

**SEVENTH:** If the survivor is not formed, organized or incorporated under the laws of Florida, the survivor agrees to pay to any members with appraisal rights the amount, to which such members are entitles under ss.608.4351-608.43595, F.S.

**EIGHTH:** If the surviving party is an out-of-state entity not qualified to transact business in this state, the surviving entity:

a.) Lists the following street and mailing address of an office, which the Florida Department of State may use for the purposes of s. 48.181, F.S., are as follows:

Street address: N/A _____

_____

_____

Mailing address: N/A _____

_____

_____

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b.) Appoints the Florida Secretary of State as its agent for service of process in a proceeding to enforce obligations of each limited liability company that merged into such entity, including any appraisal rights of its members under ss.608.4351-608.43595, Florida Statutes.

**NINTH:** Signature(s) for Each Party:

| Name of Entity/Organization: | Signature(s): | Typed or Printed Name of Individual: |
|---|---|---|
| 79 Glover, LLC | James K Neff | James K. Neff |
| | | Member Same Person For CT LLC Per Mr. Flanagan |
| | | |

| | |
|---|---|
| Corporations: | Chairman, Vice Chairman, President or Officer<br>*(If no directors selected, signature of incorporator.)* |
| General partnerships: | Signature of a general partner or authorized person |
| Florida Limited Partnerships: | Signatures of all general partners |
| Non-Florida Limited Partnerships: | Signature of a general partner |
| Limited Liability Companies: | Signature of a member or authorized representative |

| **Fees:** | | |
|---|---|---|
| | For each Limited Liability Company: | $25.00 |
| | For each Corporation: | $35.00 |
| | For each Limited Partnership: | $52.50 |
| | For each General Partnership: | $25.00 |
| | For each Other Business Entity: | $25.00 |

**Certified Copy (optional):** $30.00

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## PLAN OF MERGER

**FIRST:** The exact name, form/entity type, and jurisdiction for each **merging** party are as follows:

| Name | Jurisdiction | Form/Entity Type |
|---|---|---|
| 79 Glover, LLC | Connecticut | LLC |
| 79 Glover, LLC | Florida | LLC |
| | | |
| | | |

**SECOND:** The exact name, form/entity type, and jurisdiction of the **surviving** party are as follows:

| Name | Jurisdiction | Form/Entity Type |
|---|---|---|
| 79 Glover, LLC | Florida | LLC |

**THIRD:** The terms and conditions of the merger are as follows:

Because the Members of the Merging LLCs are identical both in respect to identity and percentage of share ownership, no new Member interests in the LLC shall be issued pursuant to this Merger. The number and identities of the members of the surviving LLC shall not be affected by the merger.

*(Attach additional sheet if necessary)*

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**FOURTH:**

A. The manner and basis of converting the interests, shares, obligations or other securities of each merged party into the interests, shares, obligations or others securities of the survivor, in whole or in part, into cash or other property is as follows:

Each member interest in the merging companies shall be converted into a member interest in the surviving company.

*(Attach additional sheet if necessary)*

B. The manner and basis of converting rights to acquire the interests, shares, obligations or other securities of each merged party into rights to acquire the interests, shares, obligations or others securities of the survivor, in whole or in part, into cash or other property is as follows:

Any rights shall be converted on a one-to-one basis in accordance with each members's proportional interest in the merged companies.

*(Attach additional sheet if necessary)*

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**FIFTH:** Any statements that are required by the laws under which each other business entity is formed, organized, or incorporated are as follows:

None

*(Attach additional sheet if necessary)*

**SIXTH:** Other provisions, if any, relating to the merger are as follows:

None

*(Attach additional sheet if necessary)*

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