

339209

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP ☐ WITH ☐ MAIL

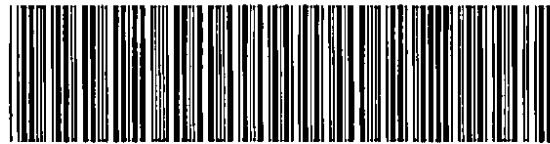
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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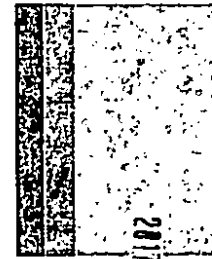
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2017 DEC 29 AM 9:08

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JOSE M. TORRES
Fourshore Capital, LLC

901 Ponce de Leon Blvd., Suite 402, Coral Gables, FL 33134
786.535.4611 direct line
787.298.0000 mobile



2017 DEC 29 AM 9:08

December 27th, 2017

Amendment Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

**RE: INDEX OF ARTICLES OF MERGER, PLANS OF MERGER, COVER LETTERS,
AND FILING FEES.**

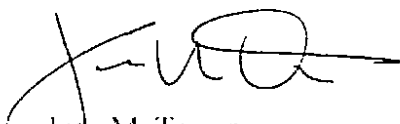
To whom it may concern:

I trust this letter finds you well. Attached please find the following documents and filing fees applicable to the mergers of the companies listed below.

	Entity Name	Documents Filed	Enclosed Filing Fee
1	190 Edgewater Drive LLC	Articles of Merger Plan of Merger & Cover Letter	50.00
2	JOMA III Partners LLP	Articles of Merger Plan of Merger & Cover Letter	50.00
3	JOMA IV Partners LLP	Articles of Merger Plan of Merger & Cover Letter	50.00
4	MCF Land Holdings LLP	Articles of Merger Plan of Merger & Cover Letter	50.00
5	Pavilo GD LLC	Articles of Merger Plan of Merger & Cover Letter	50.00
6	Pontevedra Holdings LLC	Articles of Merger Plan of Merger & Cover Letter	50.00
7	Wauchula Farms LLC	Articles of Merger Plan of Merger & Cover Letter	50.00
8	Pavilo CR Land PM LLC	Articles of Merger Plan of Merger & Cover Letter	50.00
9	Pavilo Orchid Land LLC	Articles of Merger Plan of Merger & Cover Letter	50.00
10	Pavilo CR Land LLC	Articles of Merger Plan of Merger & Cover Letter	50.00
11	Pavilo CC Corporation	Articles of Merger Plan of Merger & Cover Letter	70.00
		Total Fees Enclosed	\$ 570.00

Please contact me at your convenience if you have any further questions or if you would like to discuss any related matter.

Sincerely,



Jose M. Torres
Authorized Representative

COVER LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: Pavilo CNF, Inc.

Name of Surviving Corporation

The enclosed Articles of Merger and fee are submitted for filing.

Please return all correspondence concerning this matter to following:

Jose M. Torres

Contact Person

Fourshore Capital, LLC

Firm/Company

901 Ponce de Leon Blvd. Ste. 402

Address

Coral Gables, FL 33134

City/State and Zip Code

jmtorres@fourshorecapital.com

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

For further information concerning this matter, please call:

Jose M. Torres

Name of Contact Person

At (786) 535-4611

Area Code & Daytime Telephone Number

☐ Certified copy (optional) \$8.75 (Please send an additional copy of your document if a certified copy is requested)

STREET ADDRESS:

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

MAILING ADDRESS:

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

2017 DEC 29 AM 9:16

ARTICLES OF MERGER

OF

PAVILO CC CORPORATION,
a Florida corporation

WITH AND INTO

PAVILO CNF, INC.,
a Florida corporation

December 22, 2017

2017 DEC 29 AM 9:04

The following articles of merger (the "Articles of Merger") of Pavilo CC Corporation, a Florida corporation (the "Merging Corporation"), and Pavilo CNF, Inc., a Florida corporation (the "Surviving Corporation"), have been duly adopted and submitted in accordance with the Florida Business Corporation Act (the "FBCA"), pursuant to Section 607.1105 of the FBCA.

FIRST: THE SURVIVING CORPORATION

The exact name, jurisdiction, and entity type of the surviving corporation are as follows:

<u>Name</u>	<u>Jurisdiction</u>	<u>Entity Type</u>	<u>Document Number</u>
Pavilo CNF, Inc.	Florida	Corporation	339209

SECOND: THE MERGING CORPORATION

The exact name, jurisdiction, and entity type of the merging corporation are as follows:

<u>Name</u>	<u>Jurisdiction</u>	<u>Entity Type</u>	<u>Document Number</u>
Pavilo CC Corporation	Florida	Corporation	P97000075016

THIRD: The Plan of Merger is attached hereto (the "Plan of Merger").

FOURTH: The merger shall be effective on the date the Articles of Merger are filed with the Florida Department of State.

FIFTH: The Plan of Merger was adopted by the shareholders of the Surviving Corporation on DEC. 22, 2017.

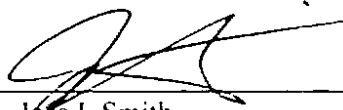
SIXTH: The Plan of Merger was adopted by the shareholders of the Merging Corporation on DEC. 22, 2017.

[Signature page follows]

IN WITNESS WHEREOF, the duly authorized officers of the Surviving Corporation and the Merging Corporation have executed and delivered these Articles of Merger as of date first written above.

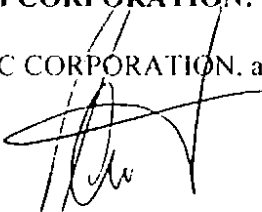
SURVIVING CORPORATION:

PAVILO CNF, INC., a Florida corporation

By: 
Name: Jose I. Smith
Title: President

MERGING CORPORATION:

PAVILO CC CORPORATION, a Florida corporation

By: 
Name: Jose A. Costa, III
Title: Vice President & Treasurer

PLAN OF MERGER
OF
PAVILO CC CORPORATION.,
a Florida corporation
WITH AND INTO
PAVILO CNF, INC.,
a Florida corporation

December 22, 2017

FIRST: The exact name and jurisdiction of the surviving corporation (the "Surviving Corporation") are as follows:

<u>Name</u>	<u>Jurisdiction</u>
Pavilo CNF, Inc.	Florida

SECOND: The exact name and jurisdiction of the merging corporation (the "Merging Corporation") are as follows:

<u>Name</u>	<u>Jurisdiction</u>
Pavilo CC Corporation	Florida

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

1. Merger. The merger of the Merging Corporation with and into the Surviving Corporation (the "Merger") shall become effective on December 31, 2017 (the "Effective Time"). At the Effective Time, the Merging Corporation shall be merged with and into the Surviving Corporation, the separate corporate existence of the Merging Corporation shall cease, and the Surviving Corporation shall continue as the surviving corporation under the laws of the State of Florida. The Merger shall have the effects set forth in Section 607.1106 of the Florida Business Corporation Act, as amended (the "FBCA").

2. Articles of Incorporation. At the Effective Time and without any further action on the part of the Surviving Corporation or the Merging Corporation, the articles of incorporation of the Surviving Corporation as in effect immediately prior to the Effective Time, shall be the articles of incorporation of the Surviving Corporation.

3. Bylaws. At the Effective Time and without any further action on the part of the Surviving Corporation or the Merging Corporation, the bylaws of the Surviving Corporation, as in effect immediately prior to the Effective Time, shall be the bylaws of the Surviving Corporation.

4. Directors and Officers. At the Effective Time, the directors and officers of the Surviving Corporation immediately prior to the Effective Time shall be the directors and officers of the Surviving Corporation, and each of such directors and officers shall hold office subject to the applicable provisions of the articles of incorporation and bylaws of the Surviving Corporation.

FOURTH: Immediately prior to the Effective Time, the Surviving Corporation is the sole shareholder of the Merging Corporation and owns all outstanding shares of capital stock of the Merging Corporation. At the Effective Time, by virtue of the Merger and without any further action on the part of the Surviving Corporation or the Merging Corporation, the manner and basis of converting the shares of each corporation into shares, obligations, or other securities of the Surviving Corporation or, in whole or in part, into cash or other property, is as follows:

(i) all shares of capital stock of the Surviving Corporation issued and outstanding immediately prior to the Effective Time shall remain outstanding without any change thereto; and

(ii) all shares of capital stock of the Merging Corporation issued and outstanding immediately prior to the Effective Time shall automatically cease to be outstanding and shall automatically be canceled without payment of any separate consideration with respect thereto.