

A01000000536

(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:

NR

Office Use Only



700031722967

04/14/04--01017--024 **35.00

04/19/04--01003--004 **70.00

04 APR 14 PM 11:26
DIVISION OF REGISTRATION

COOPER MER

FILED
04 APR 14 AM 10:59
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

Danielson Family Interest

FILED
04 APR 14 AM 10:59
SECURITY OF STATE
TALLAHASSEE, FLORIDA

- ___ Art of Inc. File
- ___ LTD Partnership File
- ___ Foreign Corp. File
- ___ L.C. File
- ___ Fictitious Name File
- ___ Trade/Service Mark
- ☒ Merger File
- ___ Art. of Amend. File
- ___ RA Resignation
- ___ Dissolution / Withdrawal
- ___ Annual Report / Reinstatement
- ___ Cert. Copy
- ___ Photo Copy
- ___ Certificate of Good Standing
- ___ Certificate of Status
- ___ Certificate of Fictitious Name
- ___ Corp Record Search
- ___ Officer Search
- ___ Fictitious Search
- ___ Fictitious Owner Search
- ___ Vehicle Search
- ___ Driving Record
- ___ UCC 1 or 3 File
- ___ UCC 11 Search
- ___ UCC 11 Retrieval
- ___ Courier

Signature

Requested by: AW 4/14

Name

Date

Time

Walk-In

Will Pick Up



FLORIDA DEPARTMENT OF STATE
Glenda E. Hood
Secretary of State

April 15, 2004

CAPITAL CONNECTION

TALLAHASSEE, FL

SUBJECT: DANIELSON FAMILY INTERESTS, LTD.
Ref. Number: A01000000536

FILED
04 APR 14 AM 10:59
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

We have received your document for DANIELSON FAMILY INTERESTS, LTD. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Please note that we have RETAINED your \$35.00 payment.

The total amount required to file the merger is \$105.00.

Please return your documents with an ADDITIONAL \$70.00.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6914.

Buck Kohr
Document Specialist

Letter Number: 904A00024901



FLORIDA DEPARTMENT OF STATE
Glenda E. Hood
Secretary of State

April 15, 2004

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Buck Kohr
Document Specialist

Letter Number: 904A00024901

RE-SUBMIT
PLEASE OBTAIN THE ORIGINAL
FILE DATE

CAPITAL CONNECTION, INC.

4-17 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

Danielson Family Interest

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TALLAHASSEE, FLORIDA

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- ____ Courier_____

Signature

Requested by: FW

4/14

Name

Date

Time

Walk-In

Will Pick Up

TRANSMITTAL LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: Danielson Family Interests LTD.

(Name of surviving corporation)

FILED
04 APR 14 AM 10:59
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The enclosed merger and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Brian G. Cheslack

(Name of person)

Chapin, Ballerano & Cheslack

(Name of firm/company)

1201 George Bush Blvd.

(Address)

Delray Beach, FL 33444

(City/state and zip code)

For further information concerning this matter, please call:

Brian G. Cheslack

(Name of person)

at (561) 272-1225

(Area code & daytime telephone number)

☐ Certified copy (optional) \$8.75 (plus \$1 per page for each page over 8, not to exceed a maximum of \$52.50; please send an additional copy of your document if a certified copy is requested)

Mailing Address:

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

Street Address:

Amendment Section
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

PLAN OF MERGER

The following plan of merger, which was adopted and approved by each party to the merger in accordance with section(s) 607.1107, 617.1103, 608.4381, and/or 620.202, is being submitted in accordance with section(s) 607.1108, 608.438, and/or 620.201, Florida Statutes.

FIRST: The exact name and jurisdiction of each merging party are as follows:

<u>Name</u>	<u>Jurisdiction</u>
DANIELSON FAMILY INTERESTS, LTD.	FLORIDA
DANIELSON FAMILY INTERSESTS, LP.	NEVADA

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SECOND: The exact name and jurisdiction of the surviving party are as follows:

<u>Name</u>	<u>Jurisdiction</u>
DANIELSON FAMILY INTERESTS, LP	NEVADA

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

Partners agree to merge the existing Florida Limited Partnership into the Nevada Partnership and exchange interests in the Florida Limited Partnership for equal interests in the Nevada Partnership. The Partnership will cease to exist when the articles of merger are filed with the state of Florida and Nevada. The surviving partners agree to abide by the terms of the existing Partnership Agreement of the Florida Limited Partnership.

(Attach additional sheet(s) if necessary)

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 other securities of the survivor, in whole or in part, into cash or other property are as follows:

INTERESTS IN DANIELSON FAMILY INTERESTS, LTD. FLORIDA WILL BE EXCHANGED FOR INTEREST IN DANIELSON FAMILY INTERESTS, LP NEVADA.

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

RIGHTS OF THE DANIELSON FAMILY INTERESTS, LTD. FLORIDA PARTNERS TO ACQUIRE INTERESTS IN DANIELSON FAMILY INTERESTS, LP THE NEVADA PARTNERSHIP ARE TO BE MAINTAINED BY THE PARTNERS IN THE EXCHANGE PROCESS. THERE ARE NO OTHER RIGHTS OF INDIVIDUALS TO ACQUIRE INTERESTS, SHARES OR OBLIGATIONS OF THE MERGING ENTITIES.

(Attach additional sheet(s) if necessary)

FIFTH: If a partnership or limited partnership is the surviving entity, the name(s) and address(es) of the general partner(s) are as follows:

Name(s) and Address(es) of General Partner(s)

DANIELSON GP, INC.
c/o SIERRA CORPORATE
241 RIDGE STREET, FOURTH FLOOR
RENO, NV 89501

If General Partner is a Non-Individual,
Florida Document/Registration Number
Nevada Corporation

SIXTH: If a limited liability company is the surviving entity the name(s) and address(es) of the manager(s)managing members are as follows:

N/A

SEVENTH: All statements that are required by the laws of the jurisdiction(s) under which each Non-Florida business entity that is a party to the merger is formed, organized, or incorporated are as follows:

A. A PLAN OF MERGER HAS BEEN ADOPTED BY EACH CONSTITUENT ENTITY.

B. DANIELSON FAMILY INTERESTS, LTD. , A FLORIDA LIMITED PARTNERSHIP WAS REQUIRED TO APPROVE THIS MERGER AND THE PLAN OF MERGER WAS APPROVED BY THE PARTNERS OF DANIELSON FAMILY INTERESTS, LTD. A FLORIDA LIMITED PARTNERSHIP.

C. DANIELSON FAMILY INTERESTS, LP A NEVADA LIMITED PARTNERSHIP WAS REQUIRED TO APPROVE THIS MERGER AND THE PLAN OF MERGER WAS APPROVED BY THE PARTNERS OF DANIELSON FAMILY INTERESTS, LP. A NEVADA LIMITED PARTNERSHIP.

EIGHTH: Other provisions, if any, relating to the merger:

THERE IS NO ECONOMIC CHANGE IN THE INTERESTS OF THE PARTNERS OR CHANGE IN DUTY OF THE GENERAL PARTNER OR LIMITED PARTNERS OF DANIELSON FAMILY INTERESTS, LP

(Attach additional sheet(s) if necessary)

ARTICLES OF MERGER

The following articles of merger are being submitted in accordance with section(s) 607.1109, 608.4382, and/or 620.203, Florida Statutes.

FIRST: The exact name, street address of its principal office, jurisdiction, and entity type for each merging party are as follows:

<u>Name and Street Address</u>	<u>Jurisdiction</u>	<u>Entity Type</u>
1. DANIELSON FAMILY INTERESTS LTD 1201 George Bush BLVD DELRAY BEACH, FL 33483	FLORIDA	FL Limited Partnership

Florida Document/Registration Number: A01000000536 FEI Number: 65-1096117

2. DANIELSON FAMILY INTERESTS LP c/o Sierra Corporate Services 241 Ridge Street, Fourth Floor Reno, NV 89501	NEVADA	
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Florida Document/Registration Number: _____ FEI Number: 65-1096117

3. _____ _____ _____	_____	_____
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Florida Document/Registration Number: _____ FEI Number: _____

4. _____ _____ _____	_____	_____
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Florida Document/Registration Number: _____ FEI Number: _____

(Attach additional sheet(s) if necessary)

SECOND: The exact name, street address of its principal office, jurisdiction, and entity type of the **surviving** party are as follows:

<u>Name and Street Address</u>	<u>Jurisdiction</u>	<u>Entity Type</u>
Danielson Family Interests, LP	NEVADA	Limited Partnership
c/o Sierra Corporate Services		
241 RIDGE STREET, FOURTH FLOOR		
RENO, NV 89501		

Florida Document/Registration Number: _____ FEI Number: 65-1096117

THIRD: The attached Plan of Merger meets the requirements of section(s) 607.1108, 608.438, 617.1103, and/or 620.201, Florida Statutes, and was approved by each domestic corporation, limited liability company, partnership and/or limited partnership that is a party to the merger in accordance with Chapter(s) 607, 617, 608, and/or 620, Florida Statutes.

FOURTH: If applicable, the attached Plan of Merger was approved by the other business entity(ies) that is/are party(ies) to the merger in accordance with the respective laws of all applicable jurisdictions.

FIFTH: If not incorporated, organized, or otherwise formed under the laws of the state of Florida, the surviving entity hereby appoints the Florida Secretary of State as its agent for substitute service of process pursuant to Chapter 48, Florida Statutes, in any proceeding to enforce any obligation or rights of any dissenting shareholders, partners, and/or members of each domestic corporation, partnership, limited partnership and/or limited liability company that is a party to the merger.

SIXTH: If not incorporated, organized, or otherwise formed under the laws of the state of Florida, the surviving entity agrees to pay the dissenting shareholders, partners, and/or members of each domestic corporation, partnership, limited partnership and/or limited liability company that is a party to the merger the amount, if any, to which they are entitled under section(s) 607.1302, 620.205, and/or 608.4384, Florida Statutes.

SEVENTH: If applicable, the surviving entity has obtained the written consent of each shareholder, member or person that as a result of the merger is now a general partner of the surviving entity pursuant to section(s) 607.1108(5), 608.4381(2), and/or 620.202(2), Florida Statutes.

EIGHTH: The merger is permitted under the respective laws of all applicable jurisdictions and is not prohibited by the agreement of any partnership or limited partnership or the regulations or articles of organization of any limited liability company that is a party to the merger.

The date the Articles of Merger are filed with Florida Department of State

(Enter specific date. NOTE: Date cannot be prior to the date of filing.)

ELEVENTH: SIGNATURE(S) FOR EACH PARTY:
(Note: Please see instructions for required signatures.)

[illegible]

(Attach additional sheet(s) if necessary)