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A01000000764
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June 7, 2001

CORPORATION NAME (S) AND DOCUMENT NUMBER (S):

Hobby Family Limited Partnership

Filing Evidence

☒ Plain/Confirmation Copy

☐ Certified Copy

LP-105.00

Retrieval Request

☐ Photocopy

☐ Certified Copy

Type of Document

☐ Certificate of Status

☐ Certificate of Good Standing

☐ Articles Only

☐ All Charter Documents to Include
Articles & Amendments

☐ Fictitious Name Certificate

☐ Other 500004376385--8

06/07/01--01107--018

***105.00 ***105.00

7 with 2 cert
CORPAMER

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	Non Profit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of RA Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input checked="" type="checkbox"/>	Merger

BK

OTHER FILINGS	
<input type="checkbox"/>	Annual Reports
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation
<input type="checkbox"/>	Reinstatement

REGISTRATION/QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

June 7, 2001

UCC FILING & SEARCH

SUBJECT: HOBBY FAMILY LIMITED PARTNERSHIP
Ref. Number: A01000000764

FILED
01 JUN -7 AM 10:58
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

We have received your document for HOBBY FAMILY LIMITED PARTNERSHIP and your check(s) totaling \$105.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Please note that we have RETAINED your \$105.00 payment.

In Item 4 on page 2 of the PLAN OF MERGER DOCUMENT, it is clearly stated that the "effective date" of the merger shall be June 1, 2001.

This cannot be. The Florida limited partnership, which is the survivor, was not filed until June 5, 2001, and the Merger documents were not delivered to this office until June 7, 2001.

The earliest effective date for the merger is June 7, 2001. Please revise Item 4.

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) 487-6914.

Buck Kohr
Corporate Specialist

Letter Number: 201A00035084

2001 JUN 11 AM 10:05
TALLAHASSEE, FLORIDA
SECRETARY OF STATE
FILING

ARTICLES OF MERGER
Merger Sheet

FILED
01 JUN -7 AM 10:58
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

MERGING: -----

HOBBY FAMILY LIMITED PARTNERSHIP, a Delaware limited partnership, not
qualified in Florida.

INTO

HOBBY FAMILY LIMITED PARTNERSHIP, a Florida entity, A01000000764.

File date: June 7, 2001

Corporate Specialist: Buck Kohr

CERTIFICATE AND ARTICLES OF MERGER
OF
HOBBY FAMILY LIMITED PARTNERSHIP
a Delaware limited partnership
and
HOBBY FAMILY LIMITED PARTNERSHIP
a Florida limited partnership

01 JUN -7 AM 10:58
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned limited partnerships, in accordance with the Florida Revised Uniform Limited Partnership Act and Delaware Revised Uniform Limited Partnership Act, hereby adopt the following Certificate and Articles of Merger.

ARTICLE I. Constituent Limited Partnership. The names of the constituent limited partnerships that are parties to the Merger and these Certificate and Articles of Merger are Hobby Family Limited Partnership, a Florida limited partnership, (the "Surviving Limited Partnership") and Hobby Family Limited Partnership, a Delaware limited partnership (the "Merged Limited Partnership").

ARTICLE II. Surviving Limited Partnership. The limited partnership to survive the Merger is Hobby Family Limited Partnership, a Florida limited partnership which shall continue under its present name.

ARTICLE III. Plan of Merger. A copy of the Plan of Merger is attached hereto marked Exhibit "A" and made a part hereof (the "Plan of Merger") and is on file at the place of business of the Surviving Limited Partnership at 2330 Pinellas Point Drive South, St. Petersburg, Florida 33712.

ARTICLE IV. Adoption. The Plan of Merger was duly approved by the General Partner and all of the Limited Partners of each of the constituent limited partnerships as required by the laws of the States of Florida and Delaware.

ARTICLE V. Appointment of Agent for Service of Process. The Surviving Limited Partnership agrees that it may be served with process in the State of Delaware in any action, suit or proceeding for the enforcement of any obligation of the Merged Limited Partnership and irrevocably appoints the Secretary of State as its agent to accept service of process in any such action, suit or proceeding. The address of the Surviving Limited Partnership is 2330 Pinellas Point Drive South, St. Petersburg, Florida 33712.

IN WITNESS WHEREOF, the undersigned have executed and signed these Certificate and Articles of Merger this 16 day of May, 2001.

HOBBY FAMILY LIMITED
PARTNERSHIP, a Delaware
limited partnership

By: Royce Hobby

Royce Hobby, as Trustee
of the Royce Hobby Family
Trust dated May 24, 1979
as amended and restated
October 11, 1994

HOBBY FAMILY LIMITED
PARTNERSHIP, a Florida
limited partnership

By: Royce Hobby

Royce Hobby, as Trustee
of the Royce Hobby Family
Trust dated May 24, 1979
as amended and restated
October 11, 1994

149267

PLAN OF MERGER

01 JUN -7 AM 10:58
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TALLAHASSEE
SECRETARY OF STATE

This PLAN OF MERGER (the "Plan"), is made and entered into as of June 1, 2001, by and between Hobby Family Limited Partnership, a Florida limited partnership (the "Surviving Limited Partnership") and Hobby Family Limited Partnership, a Delaware limited partnership (the "Merged Limited Partnership").

Recitals

The Surviving Limited Partnership and the Merged Limited Partnership desire to adopt a plan of merger within the meaning of Section 708 of the Internal Revenue Code of 1986, as amended (the "Code") for the purpose of effecting a merger of business entities pursuant to the Delaware Revised Uniform Limited Partnership Act and the Florida Revised Limited Partnership Act.

NOW, THEREFORE, for and in consideration of the recitals and the representations, warranties, covenants, agreements and undertakings hereinafter set forth, the parties agree to the following Plan of Merger:

1. Plan of Merger. On the Effective Date of the Merger specified herein, Hobby Family Limited Partnership, a Delaware limited partnership, shall merge with and into Hobby Family Partnership, a Florida limited partnership, in accordance with the Merger laws of the State of Florida and Delaware. Hobby Family Limited Partnership, a Florida limited partnership, shall continue to exist under the laws of the State of Florida as the surviving limited partnership (the "Surviving Limited Partnership") and the separate existence of Hobby Family Limited Partnership, a Delaware limited partnership (the "Merged Limited Partnership"), shall terminate on the Effective Date of the Merger.

2. Certificate of Limited Partnership. The Certificate of Limited Partnership of the Surviving Limited Partnership will not differ from its Certificate of Limited Partnership before the Merger and shall not be changed by virtue of the Merger.

3. Limited Partnership Agreement. The Limited Partnership Agreement of the Merged Limited Partnership in effect on the Effective Date of the Merger shall become the Limited Partnership Agreement of the Surviving Limited Partnership until amended in accordance with law, or as specified in the Certificate of Limited Partnership or such Limited Partnership Agreement, except that all references to the laws of Delaware and the Delaware Revised Uniform Limited Partnership Act shall be amended to

reference the laws of Florida and the Florida Revised Uniform Limited Partnership Act.

4. Effective Date of the Merger. The date the Merger shall become effective (the "Effective Date") shall be June 1, 2001. Each of the parties hereto agree that they shall execute such documents and such other instruments and take such acts or actions as may be necessary to effectuate this Merger.

5. Effect of Merger. On the Effective Date of the Merger the separate existence of the Merged Limited Partnership shall cease. As provided by Section 620.204, Florida Statutes, and Section 17-211, Delaware Statutes, the Surviving Limited Partnership shall thereupon and thereafter possess all of the rights, privileges, immunities and franchises and powers of a public, as well as of a private nature, of the Merged Limited Partnership and be subject to all the restrictions, disabilities and duties of each such business entity; and all property, real, personal and mixed, and all debts due on whatsoever account, including all subscription to shares, and all other choses in action, and all and every interest, of or belonging to or due to the Merged Limited Partnership shall be taken and deemed to be transferred to and vested in the Surviving Limited Partnership without further act or deed; and the title to any real estate or any interest therein, vested in the Merged Limited Partnership shall not revert or in any way be impaired by reason of such Merger. The Surviving Limited Partnership shall henceforth be responsible and liable for all liabilities and obligations of the Merged Limited Partnership; and any claim existing or action or proceeding pending by or against the Merged Limited Partnership may be prosecuted as if such Merger had not taken place, or the Surviving Limited Partnership may be substituted in its place. Neither the rights of creditors nor any liens upon the property of the Merged Limited Partnership shall be impaired by such Merger.

6. Conversion of Interests. On the Effective Date of the Merger, each partnership interest in the Merged Limited Partnership and the rights to acquire interests, shares, obligations or securities in the Merged Limited Partnership shall be cancelled due to the fact that the partners of the Merged Limited Partnership own all of the interests of the Surviving Limited Partnership in the same relative ownership percentages in which they own interests in the Merged Limited Partnership. On the Effective Date of the Merger, the Partnership Interests in the Surviving Limited Partnership and the rights to acquire interests, shares, obligations or securities in the Surviving Limited Partnership shall not be converted or exchanged in any manner, but

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JUN 11 2001
TALLAHASSEE, FLORIDA
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STATE INCOME TAX PURPOSES, THE EFFECTIVE DATE FOR FILING WITH THE SECRETARY OF STATE SHALL BE JUNE 7, 2001

each said Partnership Interest, and each right to acquire interests, shares, obligations, or securities which is issued as of the Effective Date of the Merger shall continue to represent the same Partnership Interest, or right to acquire interests, shares, obligations or securities of the Surviving Limited Partnership.

7. Consent of General Partner. The General Partner of the Merged Limited Partnership (also the General Partner of the Surviving Limited Partnership) shall continue as the Sole General Partner and has consented to the merger contemplated hereby.

8. Further Assurances. If, at any time, the General Partner of the Surviving Limited Partnership shall determine that additional conveyances, documents, or other actions are necessary to carry out the provisions of this Plan of Merger, the General Partner of the Merged Limited Partnership as of the Effective Date of the Merger shall execute such conveyances, or documents or take such actions.

9. Amendment/Abandonment of Plan. The partners of the Merged Limited Partnership and the members of the Surviving Limited Partnership may amend this Plan of Merger or abandon the Merger, prior to the filing of the Certificate and Articles of Merger with the Delaware Department of State and the Florida Department of State.

IN WITNESS WHEREOF, the parties have executed this Plan of Merger as of the day and year first above written.

HOBBY FAMILY LIMITED
PARTNERSHIP, a Delaware
limited partnership

By: Royce Hobby

Royce Hobby, as Trustee
of the Royce Hobby Family
Trust dated May 24, 1979
amended and restated
October 11, 1994, General
Partner

HOBBY FAMILY LIMITED
PARTNERSHIP, a Florida
limited partnership

By: Royce Hobby

Royce Hobby, as Trustee
of the Royce Hobby Family
dated May 24, 1979 as
as amended and restated
October 11, 1994, General
Partner

149266

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA