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COVER LETTER

TO: Registration Section Division of Corporations

SUBJECT:

Name of Surviving Party JI, LIMITED PARTNERSHIP

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

Please return all correspondence concerning this matter to:

Contact Person JOHNNY PETRANDIS, II as mg of mgof

Firm/Company J-II INVESTMENTS, LIMITED PARTNERSHIP

Address 4178 APALACHEE PARKWAY

City, State and Zip Code TALLAHASSEE, FL 32311

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

For further information concerning this matter, please call:

Certified copy (optional) \$30.00

STREET ADDRESS: MAILING ADDRESS:

Registration Section Registration Section

Division of Corporations Division of Corporations

Clifton Building P. O. Box 6327

2661 Executive Center Circle Tallahassee, FL 32314

Tallahassee, FL 32301

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SECRETARY OF STATE

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Certificate of Merger For

Florida Limited Partnership or Limited Liability Limited Partnership
The following Certificate of Merger is submitted in accordance with s. 620.2108, Florida Statutes.

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

<u>Name Jurisdiction Form/Entity Type J-II INVESTMENTS, LIMITED PARTNERSHIP, A FL LIMITED PARTNERSHIP</u>

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SECOND: The exact name, form/entity type, and jurisdiction of the <u>surviving</u> party are as follows: Name Jurisdiction Form/Entity Type JI, LIMITED PARTNERSHIP, an ak limited partnership

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THIRD: The date the merger is effective under the governing laws of the surviving party is: 1-1-2013

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(NOTE: If survivor is a Florida limited partnership or limited liability limited partnership, effective date cannot be prior to nor more than 90 days after the date this document is filed by the Florida Department of State. If survivor is not a Florida limited partnership or limited liability limited partnership, effective date shall be as provided in survivor's governing statute.)

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FOURTH: The merger was approved by each party as required by its governing law.

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ANASSES FROM

FIFTH: If the surviving party is a foreign organization not qualified to transact business in this state, the street address and mailing address of an office which the Florida Department of State may use for the purposes of s. 620.2109(2), F.S., are as follows: 23000 SUSSEX HWY, SUITE 115., SEAFORD, DE 19973

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SIXTH: Other provisions, if any, relating to the merger: equal % shall be exchanged for equal percentage

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<u>SEVENTH:</u> Signature(s) for Each Party: (Merger must be signed by all general partners of Florida limited partnerships or limited liability limited partnerships and by the authorized representative of each other party.)

NINTH: Signature(s) for Each Party: Typed or Printed

Name of Entity/Organization: Signature of Individual J-II INVESTMENTS, LIMITED PART PERSON JI, LIMITED PARTNERSHIP

JOHNNY PETRANDIS, II as mg of mgof

JOHNNY PETRANDIS, II as mg of mgof

Corporations: Chairman, Vice Chairman, President or Officer

(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

PLAN OF MERGER

FIRST: The exact name, form/entity type, and jurisdiction for each <u>merging</u> party are as follows: <u>Name Jurisdiction Form/Entity Type J-II INVESTMENTS, LIMITED PARTNERSHIPm a fl limited partnership</u>

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SECOND: The exact name, form/entity type, and jurisdiction of the <u>surviving</u> party are as follows: <u>Name Jurisdiction Form/Entity Type JI, LIMITED PARTNERSHIP, ak limited partnership</u>

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THIRD: The terms and conditions of the merger are as follows: merger shall take place as efficiently as possible, with new offices located as so stated,

(Attach additional sheet if necessary

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SECRETARY OF DIAGRAM

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 is as follows:

B. The manner and basis of converting <u>rights to acquire</u> the interests, shares, obligations or other securities of each merged party into <u>rights to acquire</u> the interests, shares, obligations or others securities of the survivor, in whole or in part, into cash or other property is as follows: where permitted by law, all rights shall be same in surviving entity.

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<u>FIFTH:</u> Any statements that are required by the laws under which each other business entity is formed, organized, or incorporated are as follows: all laws and rules of jurisdiction of surviving entity shall apply.

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

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