

A05000000771

2005 JUN 22 P 12:30

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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A05-771

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06/24/05--01002--006 **52.50

05/24/05--01072--010 **52.50

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& STUBBS, P.A.**
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FILED

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2005 JUN 22 P 12:30

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

May 20, 2005

Corporate Records Bureau
Division of Corporations
Department of State
P.O. Box 6327
Tallahassee, Florida 32314

RE: Articles of Merger

Dear Sir/Madam:

Enclosed please find for filing the Articles of Merger for The K.T. Family Limited Partnership. Also enclosed please find our firm's check in the amount of \$52.50 for the filing fee of the Articles of Merger.

If you require any further information, please give me a call.

Sincerely,

JONES, FOSTER, JOHNSTON & STUBBS, P.A.

By Chris Ruffini
Christine G. Ruffini, CLA
Paralegal

Enclosures

cc: Thornton M. Henry, Esq.

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FLORIDA DEPARTMENT OF STATE
Glenda E. Hood
Secretary of State

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2005 JUN 22 P 12:30

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

June 3, 2005

JONES FOSTER JOHNSTON & STUBBS, P.A.
P.O. BOX 3475
WEST PALM BEACH, FL 33402-3475

SUBJECT: THE K.T. FAMILY LIMITED PARTNERSHIP
Ref. Number: A05000000771

We have received your document for THE K.T. FAMILY LIMITED PARTNERSHIP and your check(s) totaling \$52.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

THE FEE TO FILE YOUR MERGER IS \$105.00.

There is a balance due of \$52.50.

If you have any questions concerning the filing of your document, please call (850) 245-6094.

Agnes Lunt
Document Specialist

Letter Number: 805A00039526

ARTICLES OF MERGER

FILED

2005 JUN 22 P 12:30

The following articles of merger are being submitted in accordance with section 620.203, Florida Statutes.

SECRETARY OF
TALLAHASSEE, FLORIDA

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. The K.T. Family Limited Partnership 3610 72 nd Street Moline, Illinois 61265	Illinois	Limited Partnership

Florida Document/Registration Number: N/A

FEI Number:

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>
The K.T. Family Limited Partnership 1157 S. State Road 7 Wellington, FL 33414	Florida	Limited Partnership

Florida Document/Registration Number: A05000000771

FEI Number: 20-2775852

THIRD: The attached Plan of Merger meets the requirements of section 620.201, Florida Statutes, and was approved by each limited partnership that is a party to the merger in accordance with Chapter 620, Florida Statutes.

FOURTH: The attached Plan of Merger was approved by the other business entity that is party to the merger in accordance with the respective laws of all applicable jurisdictions.

FIFTH: The surviving entity has obtained the written consent of each person that as a result of the merger is now a general partner of the surviving entity pursuant to section 620.202(2), Florida Statutes.

SIXTH: 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.

SEVENTH: The merger shall become effective as of the date the Articles of Merger are filed with Florida Department of State

EIGHTH: The Articles of Merger comply and were executed in accordance with the laws of each party's applicable jurisdiction.

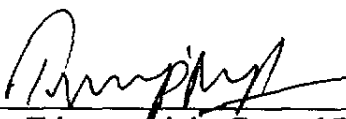
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

NINTH: SIGNATURE(S) FOR EACH PARTY:

THE K.T. FAMILY LIMITED PARTNERSHIP,
An Illinois limited partnership

By: 
Krishna Tripuraneni, its General Partner

THE K.T. FAMILY LIMITED PARTNERSHIP,
A Florida limited partnership

K.T. FAMILY, LLC, a Florida limited
liability company, its General Partner

By: 
Krishna Tripuraneni, Managing Member

PLAN OF MERGER

FILED

The following plan of merger, which was adopted and approved by each party to the merger in accordance with section 620.202, is being submitted in accordance with section 620.201, Florida Statutes.

FIRST: The exact name and jurisdiction of each merging party are as follows: **SECRETARY OF STATE
TALLAHASSEE, FLORIDA**

<u>Name</u>	<u>Jurisdiction</u>
The K.T. Family Limited Partnership	Illinois

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

<u>Name</u>	<u>Jurisdiction</u>
The K.T. Family Limited Partnership	Florida

THIRD: The terms and conditions of the merger are as follows: The K.T. Family Limited Partnership, an Illinois limited partnership, will be merging into The K.T. Family Limited Partnership, a Florida limited partnership. The K.T. Family Limited Partnership, an Illinois limited partnership, shall cease to exist upon the merger and The K.T. Family Limited Partnership, a Florida limited partnership will be the surviving party.

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: The merged party is owned 1% by the General Partner, Krishna Tripuraneni, 49.5% by a Limited Partner, Venkat Tripuraneni, and 49.5% by a Limited Partner, Ramya Tripuraneni. The General Partner of the merged party will maintain his 1% partnership interest but will assign such interest to K.T. Family, LLC, a Florida limited liability company, who will then be the General Partner of the surviving party. The Limited Partners will maintain the same ownership in the surviving party as they had in the merged party.
- 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: There are no existing rights to acquire interests, shares, obligations or other securities of the merged party or the surviving party.

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:

If General Partner is a Non-Individual,

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

Florida Document/Registration Number

K.T. Family, LLC
1157 S. State Road 7
Wellington, FL 33414

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FILED
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

SIXTH: 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:

Pursuant to 805 ILCS §215/1109(b), the surviving party consents to the jurisdiction of the courts of Illinois to enforce any obligation owed by the merging party, if prior to the merger the merging party was subject to suit in Illinois on the obligation. The surviving party appoints the Illinois Secretary of State as its agent for service of process for purposes of enforcing any such obligation.

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