

12/30/2019

Division of Corporations

Florida Department of State  
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Email Address: trentz@gdb-law.com

## MERGER OR SHARE EXCHANGE

## APW Downtown Phase I, LP

Certificate of Status	0
Certified Copy	1
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ARTICLES OF MERGER

These Articles of Merger are submitted to merge the following Florida entities in accordance with § 605.1025 of the Florida Revised Limited Liability Company Act and § 620.2108 of the Florida Revised Uniform Limited Partnership Act.

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

<u>Name</u>	<u>Jurisdiction</u>	<u>Form/Entity Type</u>
APW Multifamily Development, LLC Florida Document Number: L17000103329	Florida	Limited Liability Company

**SECOND:** The exact name, form/entity type, and jurisdiction of the surviving party are as follows:

<u>Name</u>	<u>Jurisdiction</u>	<u>Form/Entity Type</u>
APW Downtown Phase I, LP Florida Document Number: A19000000257	Florida	Limited Partnership

**THIRD:** The merger was approved by each domestic merging entity in accordance with the provisions of Chapter 605 and Chapter 620, Florida Statutes; and by each member of such limited liability company who as a result of the merger will have interest holder liability under § 605.1023(1)(b), Florida Statutes.

**FOURTH:** Please check one of the boxes that apply to the surviving entity (if applicable):

- ☒ This entity exists before the merger and is a domestic filing entity, the amendment, if any to its public organic records are attached.
- ☐ This entity is created by the merger and is a domestic filing entity, the public organic record is attached.
- ☐ This entity is created by the merger and is a domestic limited liability limited partnership or a domestic limited liability partnership, its statement of qualification is attached.
- ☐ This entity is a foreign entity that does not have a certificate of authority to transact business in this state. The mailing address to which the department may send any process served pursuant to § 605.0117 and Chapter 48, Florida Statutes is:
- \_\_\_\_\_
- \_\_\_\_\_

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**FIFTH:** This entity agrees to pay any members with appraisal rights the amount to which members are entitled under §§ 605.1006, 605.1061-605.1072 and or the amount to which such limited partners are entitled 620.21114, Florida Statutes.

**SIXTH:** If other than the date of filing, the delayed effective date of the merger, which cannot be prior to nor more than 90 days after the date this document is filed by the Florida Department of State: December 31, 2019.

**Note:** If the date inserted in this block does not meet the applicable statutory filing requirements, this date will not be listed as the document's effective date on the Department of State's records.

**SEVENTH:** Signature(s) for Each Party:

<u>Name of Entity/Organization</u>	<u>Signature(s)</u>	<u>Typed or Printed Name of Individual</u>
APW Multifamily Development, LLC	<u>Maybelle Dyre</u>	Maybelle Dyre
APW Downtown Phase I, LP	<u>Maybelle Dyre</u>	Maybelle Dyre

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