

Document Number

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Tallahassee, FL 32301
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DATE: 12/28

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-12/29/00--01016--003
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Corporation(s) Name

Stephen M. Savage Family Limited Partnership

Meeging into

Stephen M. Savage, Family Limited Partnership, LLP.

☐ Profit
☐ Nonprofit

☐ Amendment

☒ Merger

☐ Foreign
☐ LLC

☐ Dissolution
☐ Withdrawal

☐ Mark

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*****102.50 *****102.50

☐ Limited Partnership
☐ Reinstatement
☐ UCC ☐ 1 or ☐ 3

☐ UBR
☐ Fittitious Name

☐ Other
☐ Ch. RA

***Special Instructions**

g with sheet

☒ Certified Copy

☐ Photocopies

☐ CUS

☐ arts/ameds/mergers ☐ Other-See Above

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☒ Pick-up

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GERT 52.50

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DEC 28 AM 10:57

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00 DEC 28 AM 10:58
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

BK 12/21

ARTICLES OF MERGER
Merger Sheet

MERGING:

STEPHEN M. SAVAGE FAMILY LIMITED PARTNERSHIP (A95000000191), a
Florida limited partnership

INTO

STEPHEN M. SAVAGE FAMILY LIMITED PARTNERSHIP, LLLP. a Delaware
entity not qualified in Florida

File date: December 28, 2000

Corporate Specialist: Buck Kohr

ARTICLES OF MERGER

The following articles of merger are being submitted in accordance with sections 607.1109, 608.4382, and 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>
Stephen M. Savage Family Limited Partnership c/o Stephen M. Savage 7220 Montrico Dr Drive, Boca Raton Florida 33443	Florida	Limited Partnership

Florida Document/Registration Number: A 95000000191 FEI Number: 52- 1915339

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>
Stephen M. Savage Family Limited Partnership, LLLP. 502 Washington Avenue, 8 th Floor Towson, MD 21204	Delaware	Limited Liability Partnership

THIRD: The attached Plan of Merger meets the requirements of sections 607.1108, 608.438, 617.1103, and 620.201, Florida Statutes, and was approved by the limited partnership that are a party to the merger in accordance with Chapters 607, 617, 608, and 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: 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 partners, of each domestic limited partnership 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 partners of the entities that

are parties to the merger the amount, if any, to which they are entitled under sections 607.1302, 620.205, and 608.4384, Florida Statutes.

SEVENTH: 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 sections 607.1108(5), 608.438 1(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 limited partnership that is a party to the merger.

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

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


IN WITNESS WHEREOF, these Articles of Merger are hereby signed for and on behalf of the surviving party by its general partner, who hereby acknowledges that these Articles of Merger are the act of that limited liability partnership, and who hereby states under the penalties for perjury that the matters and facts set forth herein with respect to authorization and approval of the merger are true in all material respects to the best of his knowledge, information, and belief. These Articles of Merger have been signed for and on behalf of the merging party by its general partner, who hereby acknowledges that these Articles of Merger are the act of that limited partnership, and who hereby states under the penalties for perjury that the matters and facts set forth herein with respect to authorization and approval of the merger are true in all material respects to the best of his knowledge, information, and belief.

Date _____


ATTEST:

"The merging Limited Partnership"

STEPHEN M. SAVAGE FAMILY LIMITED
PARTNERSHIP, a Florida Limited Partnership

By:  (SEAL)
Stephen M. Savage, General Partner

STEPHEN M. SAVAGE FAMILY LIMITED
LIABILITY LIMITED PARTNERSHIP, LLLP.

By:  (SEAL)
Stephen M. Savage, General Partner

PLAN OF MERGER

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

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

<u>Name</u>	<u>Jurisdiction</u>
Stephen M. Savage Family Limited Partnership	Florida

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

<u>Name</u>	<u>Jurisdiction</u>
Stephen M. Savage Family Limited Partnership, LLLP.	Delaware

THIRD: The terms and conditions of the merger are as follows: The partners of the merging party shall transfer to the surviving party their interest in the merging party and shall receive in return an equal interest in the surviving party.

FOURTH: 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: At and as of the effective time of the merger, each partnership interest of merging party held by its partners shall be canceled. The partners of merging party shall receive, in exchange for each percentage interest of the merging party so canceled, an identical limited or general partner interest, as the case may be, in the surviving party. The percentage interests held by the existing partners in the surviving party shall be reduced pro rata in proportion to their percentages of interest in the surviving party immediately prior to the effective time of the merger.

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

Stephen M. Savage
c/o Mayer E. Guttman, Esquire
Levin & Gann, P.A.
502 Washington Avenue, 8th Floor
Towson, MD 21204

SIXTH: All statements that are required by the laws of the jurisdiction under which each Non-Florida business entity that is a party to the merger is formed, organized, or incorporated are as follows: Agreement of Merger, Certificate of Merge and Approval by the partners of the surviving entity.

IN WITNESS WHEREOF, the partners of the merging and the surviving parties acknowledge that this Plan of Merger is their act, and that they have executed this Plan of Merger this 27 day of October 2000.

FLORIDA ENTITY

WITNESS:

STEPHEN M. SAVAGE FAMILIES LIMITED PARTNERSHIP

GENERAL PARTNER

STEPHEN M. SAVAGE

LIMITED PARTNERS

STEPHEN M. SAVAGE

TRUST AGREEMENT OF SYLVIA S. SAVAGE
DATED JULY 7, 1993.

By: Stephen M. Savage (SEAL)
Stephen M. Savage, Trustee

By: S. Allen Snook (SEAL)
S. Allen Snook, Trustee

JACQUELINE R. SAVAGE IRREVOCABLE
TRUST AGREEMENT

By: S. Allen Snook (SEAL)
S. Allen Snook, Trustee

By: Mayer E. Gutman (SEAL)
Mayer E. Gutman, Trustee

MYRA R. SAVAGE IRREVOCABLE TRUST
AGREEMENT

Jean Shelton

By: S. Allen Snook (SEAL)
S. Allen Snook, Trustee

Vicky Wager

By: Mayer E. Guttman
Mayer E. Guttman, Trustee

00 08 28 AM 10:58
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SUZANNE B. SAVAGE IRREVOCABLE TRUST
AGREEMENT

Jean Shelton

By: S. Allen Snook (SEAL)
S. Allen Snook, Trustee

Vicky Wager

By: Mayer E. Guttman (SEAL)
Mayer E. Guttman, Trustee

DELAWARE ENTITY

STEPHEN M. SAVAGE FAMILY LIMITED
PARTNERSHIP, LLLP.

GENERAL PARTNER

[Signature]

[Signature] (SEAL)
STEPHEN M. SAVAGE

LIMITED PARTNERS

[Signature]

[Signature] (SEAL)
STEPHEN M. SAVAGE

TRUST AGREEMENT OF SYLVIA S. SAVAGE
DATED JULY 7, 1993.

Vicky Wager
Jean Shelton

By: Stephen M. Savage (SEAL)
Stephen M. Savage, Trustee

By: S. Allen Snook (SEAL)
S. Allen Snook, Trustee

JACQUELINE R. SAVAGE IRREVOCABLE
TRUST AGREEMENT

By: S. Allen Snook (SEAL)
S. Allen Snook, Trustee

By: [Signature] (SEAL)
Mayer E. Guttman, Trustee

MYRA R. SAVAGE IRREVOCABLE TRUST
AGREEMENT

By: S. Allen Snook (SEAL)
S. Allen Snook, Trustee

By: [Signature] (SEAL)
Mayer E. Guttman, Trustee

SUZANNE B. SAVAGE IRREVOCABLE TRUST
AGREEMENT

By: S. Allen Snook (SEAL)
S. Allen Snook, Trustee

By: [Signature] (SEAL)
Mayer E. Guttman, Trustee

Jaeka Shelton
Vicky Wager

Jaeka Shelton
Vicky Wager

Jaeka Shelton
Vicky Wager