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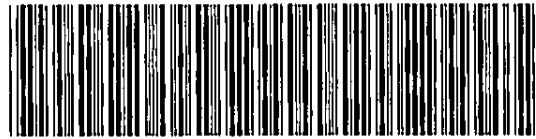
(Business Entity Name)

(Document Number)

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18 DEC 10 AM 8:20  
TALLAHASSEE, FLORIDA

DEC 13 2018  
S. YOUNG

**COVER LETTER**

**TO:** Amendment Section  
Division of Corporations

**SUBJECT:** Cedar Equities, Ltd.

\_\_\_\_\_  
Name of Surviving Party

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

Please return all correspondence concerning this matter to:

Barbara Humphrey

\_\_\_\_\_  
Contact Person

Law Office of Robert A. Heekin

\_\_\_\_\_  
Firm/Company

1 Sleiman Parkway, Suite 280

\_\_\_\_\_  
Address

Jacksonville, Florida 32216

\_\_\_\_\_  
City, State and Zip Code

bhumphrey@heekinlaw.com

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

For further information concerning this matter, please call:

Barbara Humphrey

at ( 904 ) 636-9777, ext. 2

\_\_\_\_\_  
Name of Contact Person

\_\_\_\_\_  
Area Code

\_\_\_\_\_  
Daytime Telephone Number

☐ Certified copy (optional) \$30.00

**STREET ADDRESS:**

Amendment Section  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301

**MAILING ADDRESS:**

Amendment Section  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314

CR2E080 (2/14)

**Articles of Merger  
For  
Florida Limited Liability Company**

The following Articles of Merger is submitted to merge the following Florida Limited Liability Company(ies) in accordance with s. 605.1025, Florida Statutes.

**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>
Retail Masters, LLC	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>
Cedar Equities, Ltd.	Florida	limited partnership

**THIRD:** The merger was approved by each domestic merging entity that is a limited liability company in accordance with ss.605.1021-605.1026; by each other merging entity in accordance with the laws of its jurisdiction; and by each member of such limited liability company who as a result of the merger will have interest holder liability under s.605.1023(1)(b).

FILED  
18 DEC 10 AM 8:21  
CLERK OF DISTRICT COURT  
TALLAHASSEE, FLORIDA

PLAN OF MERGER OF RETAIL MASTERS, LLC  
INTO CEDAR EQUITIES, LTD.

The undersigned, being the sole member of RETAIL MASTERS, LLC, a Florida limited liability company (the "Merging Entity"), and the sole general partner and sole limited partner of CEDAR EQUITIES, LTD., a Florida limited partnership (the "Surviving Entity"), respectively, hereby approve the following plan of merger pursuant to Sections 605.1022, 605.1023 and 620.2107, Florida Statutes:

1. Pursuant to Section 605.1021 *et seq.*, Florida Statutes, the Merging Entity shall merge into the Surviving Entity effective upon the filing of Articles of Merger by the Secretary of State of Florida.
2. All interests and the rights to acquire interests in the Merging Entity and the Surviving Entity as a result of this merger shall belong solely and entirely to the constituent partners of the Surviving Entity pursuant to its certificate and agreement of limited partnership.
3. There are no amendments to or restatements of the certificate of limited partnership or the agreement of limited partnership of the Surviving Entity as a result of this merger.
4. The officers, managers and constituent partners of these entities shall execute and deliver Articles of Merger to the Secretary of State of Florida, and shall take such actions as may be necessary or appropriate in order to fully implement this Plan of Merger.
5. A true copy of this Plan of Merger and the Articles of Merger shall be filed in the minute books of the Merging Entity and the Surviving Entity.

IN WITNESS WHEREOF, this Plan of Merger has been approved as of the 21<sup>st</sup> day of December, 2018.

*For the Merging Entity:*

RETAIL MASTERS, LLC, by:

Its sole member, CEDAR EQUITIES, LTD.,  
by its sole general partner, Sleiman Properties,  
Inc., a Florida corporation

By: \_\_\_\_\_

Eli T. Sleiman, Jr., Vice President

*For the Surviving Entity:*

CEDAR EQUITIES, LTD., by:

Its sole general partner, SLEIMAN  
PROPERTIES, INC., a Florida corporation

By: \_\_\_\_\_

Eli T. Sleiman, Jr., Vice President

Its sole limited partner, AMERICAN  
GENERAL PROPERTIES, LLC, a Florida  
limited liability company

By: \_\_\_\_\_

Eli T. Sleiman, Jr., Manager

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

- ☒ This entity exists before the merger and is a domestic filing entity, the amendment, if any to its public organic record 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 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 s. 605.0117 and Chapter 48, Florida Statutes is:

\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

**FIFTH:** This entity agrees to pay any members with appraisal rights the amount, to which members are entitled under ss.605.1006 and 605.1061-605.1072, F.S.

**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:

**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:

Name of Entity/Organization:	Signature(s):	Typed or Printed Name of Individual:
Retail Masters, LLC		Eli T. Sleiman, Jr., Manager
Cedar Equities, Ltd.		Eli T. Sleiman, Jr., Vice
		President of Sleiman Properties,
		Inc., as sole General Partner

Corporations:	Chairman, Vice Chairman, President or Officer <i>(If no directors selected, signature of incorporator.)</i>
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 an authorized person

<b><u>Fees:</u></b>	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	<b><u>Certified Copy (optional):</u></b>	\$30.00

ROBERT A. HEEKIN  
ATTORNEY AT LAW

1 SLEIMAN PARKWAY  
SUITE 280  
JACKSONVILLE, FLORIDA 32216

(904) 636-9777  
Fax (904) 636-5665  
ROB@HEEKINLAW.COM

December 7, 2018

Via Federal Express

Amendment Section  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, Florida 32301

Re: Certificate of Merger for Cedar Equities, Ltd

Gentlemen:

Enclosed is the cover letter and the Merger document between Retail Masters, LLC and Cedar Equities, Ltd. Also included is a check in the amount of \$77.00 (\$25.00 for the limited liability company and 52.50 for the limited partnership) to cover this filing.

Please let me know if you have any questions regarding this package.

Sincerely,

Handwritten signature of Barbara Humphrey, CLA, FRP.

Barbara Humphrey, CLA, FRP  
Florida Registered Paralegal

Enclosures