

B11000000265

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

(Business Entity Name)

(Document Number)

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**A. LUNT**

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**EXAMINER**

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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01/30/12--01041--016 \*\*52.50



FLORIDA DEPARTMENT OF STATE  
Division of Corporations

February 2, 2012

DUNCAN A. SIMPSON  
P.O. BOX 170  
GAINESVILLE, TX 76241

SUBJECT: MERIT APPRAISAL & TAX CONSULTING, LP  
Ref. Number: B11000000265

We have received your document for MERIT APPRAISAL & TAX CONSULTING, LP and your check(s) totaling \$52.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

A certificate or a document of similar import evidencing the amendment must be submitted with the application. The certificate should be authenticated as of a date not more than 90 days prior to delivery of the application to the Department of State by the Secretary of State or other official having custody of the records in the jurisdiction under the laws of which it is incorporated, formed, or organized. A translation of the certificate, under oath or affirmation of the translator, must be attached to a certificate which is not in English.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

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

Agnes Lunt  
Regulatory Specialist II

Letter Number: 612A00004054

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Merit Advisors, LP  
Legal Department Memorandum

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TO: Florida Department of State  
PO Box 6327  
Tallahassee, Florida 32314

FROM: Kelley Layco  
Legal Assistant  
B-29 Investments, LP

RE:

DATE: 10 February 2012

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Included is the following document per your request

1. Certified Certificate of Amendment for Merit Advisors, LP/Merit Appraisal & Tax Consulting, LP

Please let us know if anything else is needed. You can contact Duncan Simpson at 940-612-5037 or [dsimpson@b29investments.com](mailto:dsimpson@b29investments.com).

Very respectfully,

**Kelley Layco**

**Merit Advisors GP, LLC**

211 West California Street  
Post Office Box 330  
Gainesville, Texas 76241

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Duncan A. Simpson, Esq.  
Secretary and General Counsel  
[dsimpson@b2iinvestments.com](mailto:dsimpson@b2iinvestments.com)

January 16<sup>th</sup>, 2012

Texas Secretary of State  
Corporations Section  
Post Office Box 13697  
Austin, Texas 78711-3697

RE: Consent for use of name "Merit Advisors, LP"

Dear Sir or Madam:

I am the corporate Secretary and General Counsel of **Merit Advisors GP, LLC** (f/k/a "Merit Appraisal and Tax Consulting GP, LLC," herein "**Merit GP**"). I am authorized to make the representations and statements contained herein on behalf of Merit GP.

Merit GP owns the rights to the Name "Merit Advisors" as reflected in the Secretary of States' records. Merit GP is also the general partner of **Merit Appraisal and Tax Consulting, LP**, a Texas limited partnership (herein "**Merit LP**").

Merit LP desire to change its name to "**Merit Advisors, LP**." Merit GP hereby gives full consent to the use of the name "**Merit Advisors LP**" by Merit LP and to changing the name of "Merit Appraisal and Tax Consulting, LP" to "Merit Advisors, LP."

Merit Advisors GP, LLC acknowledges and consents that this letter may be filed with the Merit LP's Amendment to its Certificate of Formation under which it will change its name to "**Merit Advisors, LP**."

Please advise should you require additional information.

Very respectfully,  
**MERIT ADVISORS GP, LLC**

By: 

Duncan A. Simpson, Esq.  
General Counsel and Secretary

**COVER LETTER**

**TO:** Registration Section  
Division of Corporations

**SUBJECT:** Merit Appraisal & Tax Consulting, LP  
Name of Foreign Limited Partnership or Limited Liability Limited Partnership

The enclosed amendment and fee(s) are submitted for filing.

Please return all correspondence concerning this matter to:

Duncan A. Simpson  
Contact Person

B-29 Investments, LP  
Firm/Company

Post Office Box 170  
Address

Gainesville, Texas 76241  
City, State and Zip Code

dsimpson@b29investments.com  
E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Duncan A. Simpson at ( 940 ) 612-5037  
Name of Contact Person Area Code and Daytime Telephone Number

Enclosed is a check for the following amount:

- ☒ \$52.50 Filing Fee    ☐ \$61.25 Filing Fee and Certificate of Status    ☐ \$105.00 Filing Fee and Certified Copy    ☐ \$113.75 Filing Fee, Certified Copy, and Certificate of Status

**STREET ADDRESS:**  
Registration Section  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301

**MAILING ADDRESS:**  
Registration Section  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314

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TALLAHASSEE, FLORIDA

**AMENDMENT TO CERTIFICATE OF AUTHORITY  
FOR  
FOREIGN LIMITED PARTNERSHIP OR  
LIMITED LIABILITY LIMITED PARTNERSHIP**

1. The name of the limited partnership or limited liability limited partnership as it appears on the records of the Florida Department of State is:

Merit Appraisal & Tax Consulting, LP

2. The jurisdiction of its formation is: Texas

3. The date the entity was authorized to transact business in Florida is: December 29, 2011

4. If the amendment changes the name of the limited partnership or limited liability limited partnership, enter the new name:

Merit Advisors, LP

*Acceptable Limited Partnership suffixes: Limited Partnership, Limited, L.P., LP, or Ltd.*

*Acceptable Limited Liability Limited Partnership suffixes: Limited Liability Limited Partnership, L.L.L.P. or LLLP.*

5. If the amendment changes the general partner(s), list the name and business address of each general partner:

Name:

Business Address:



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TALLAHASSEE FLORIDA

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6. If the amendment changes the jurisdiction of organization, indicate new jurisdiction: \_\_\_\_\_

7. If the amendment corrects any false statement listed in the application, indicate the statement being corrected and the correction:  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

8. If the amendment is to add or delete an election to be a limited liability limited partnership statement, check the appropriate box:

☐

The entity elects to be a limited liability limited partnership.

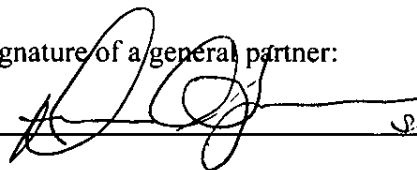
☐

The entity is no longer a limited liability limited partnership.

9. Attached is an original certificate, no more than 90 days olds, evidencing the aforementioned amendment(s), duly authenticated by the official having custody of records in the jurisdiction under the law of which this entity is organized.

10. Effective date, if other than the date of filing: \_\_\_\_\_  
(Effective date cannot be prior to nor more than 90 days after the date this document is filed by the Florida Department of State.)

Signature of a general partner:

 SECRETARY

Typed or printed name:

DUNCAN A. SIMPSON

Filing Fee:	\$52.50
Certified Copy (optional):	\$52.50
Certificate of Status (optional):	\$8.75

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FLORIDA  
DEPARTMENT OF STATE  
TALLAHASSEE, FLORIDA

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## Office of the Secretary of State

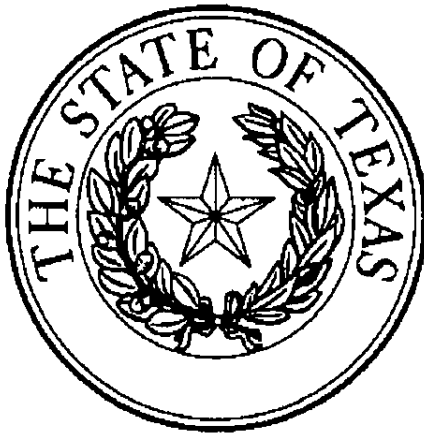
The undersigned, as Secretary of State of Texas, does hereby certify that the attached is a true and correct copy of each document on file in this office as described below:

Merit Advisors, LP  
Filing Number: 800741101

Certificate of Amendment

January 16, 2012

In testimony whereof, I have hereunto signed my name officially and caused to be impressed hereon the Seal of State at my office in Austin, Texas on February 09, 2012.



A handwritten signature in cursive script, reading "Hope Andrade".

Hope Andrade  
Secretary of State

**Form 424**

Secretary of State  
P.O. Box 13697  
Austin, TX 78711-3697  
FAX: 512/463-5709

Filing Fee: See instructions

**Certificate  
of Amendment**

Filed in the Office of the  
Secretary of State of Texas  
Filing #: 800741101 01/16/2012  
Document #: 404476030004  
Image Generated Electronically  
for Web Filing

**Entity Information**

The filing entity is a: **Domestic Limited Partnership (LP)**

The name of the filing entity is: **Merit Appraisal & Tax Consulting, LP**

The file number issued to the filing entity by the secretary of state is: **800741101**

**Amendment to Name**

The amendment changes the formation document of the filing entity to change the article or provision that names the entity. The article or provision is amended to read as follows:

The name of the filing entity is:

**Merit Advisors, LP**

A letter of consent, if applicable, is attached. **Merit GP ltr to Texas SoS - Consent to use of name 16JAN12.pdf**

**Statement of Approval**

The amendment has been approved in the manner required by the Texas Business Organizations Code and by the governing documents of the entity.

**Effectiveness of Filing**

☒ A. This document becomes effective when the document is filed by the secretary of state.

☐ B. This document becomes effective at a later date, which is not more than ninety (90) days from the date of its filing by the secretary of state. The delayed effective date is:

**Execution**

The undersigned signs this document subject to the penalties imposed by law for the submission of a materially false or fraudulent instrument and declares under penalty of perjury that the undersigned is authorized under the Texas Business Organizations Code to execute the filing instrument.

Date: **January 16, 2012**

**Duncan A Simpson**

Signature of authorized person

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