

F22-000005392

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

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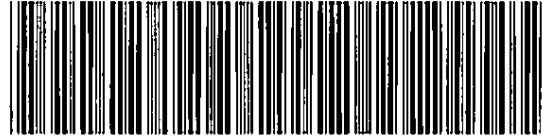
(Business Entity Name)

(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

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700393308437

effective date 10-1-22

Merger

2022 SEP 16 PM 1:55

FILED

2022 SEP 16 AM 9:41

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A. RAMSEY

SEP 19 2022

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**P.O. BOX 10662 TALLAHASSEE, FL 32302  
155 Office Plaza Dr Ste A Tallahassee FL 32301  
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**DATE: 09/16/22**

**NAME: OFF WHITE OPERATING HOLDING, CORP.**

**TYPE OF FILING: MERGER**

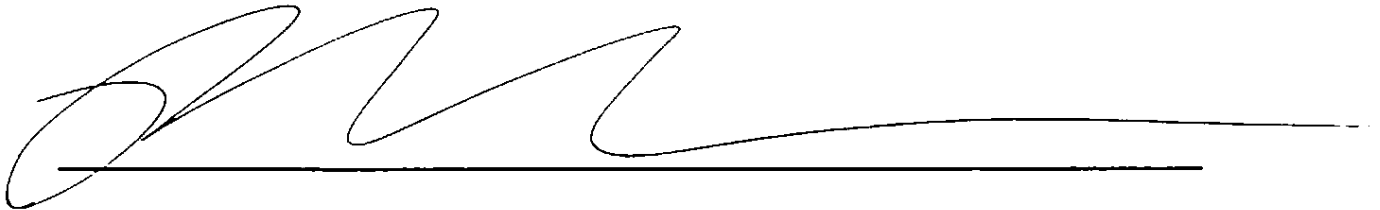
**COST: 135.00**

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**ACCOUNT: FCA000000015**

**AUTHORIZATION: ABBIE/PAUL HODGE**



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**COVER LETTER**

**TO:** Amendment Section  
Division of Corporations  
OFF WHITE OPERATING HOLDING, CORP.

**SUBJECT:** \_\_\_\_\_  
Name of Surviving Party

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

Please return all correspondence concerning this matter to:

LESLIE MUTINO

\_\_\_\_\_  
Contact Person  
CINOTTI LLP

\_\_\_\_\_  
Firm/Company  
11 BROADWAY, SUITE 368

\_\_\_\_\_  
Address  
NEW YORK, NY 10004

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

legalmiami@cinottigalgano.com

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

For further information concerning this matter, please call:

\_\_\_\_\_  
Name of Contact Person at (\_\_\_\_\_) \_\_\_\_\_  
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

Articles of Merger  
For  
Florida Limited Liability Company

FILED

effective date 10-1-22

2022 SEP 16 AM 9:42

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>
OFF WHITE OPERATING MIAMI, LLC	FLORIDA	LLC
OFF WHITE OPERATING SOHO, LLC	NEW YORK	LLC
OFF WHITE OPERATING LOS ANGELES, LLC	CALIFORNIA	LLC
OFF WHITE OPERATING VEGAS, LLC	NEVADA	LLC

**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>
OFF WHITE OPERATING HOLDING, CORP.	DELAWARE	CORP.

**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).

**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 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 s. 605.0117 and Chapter 48, Florida Statutes is:

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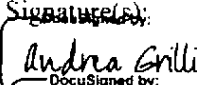
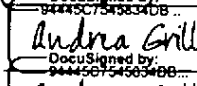
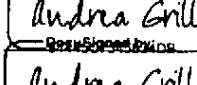
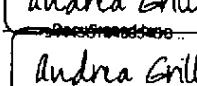
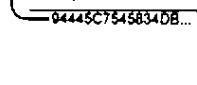
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**FIFTH:** This entity agrees to pay any members with appraisal rights the amount, to which members are entitled under ss.605.1006 and 605.1061-605.1072, F.S.

**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:  
OCTOBER 1, 2022

**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:
OFF WHITE OPERATING MIAMI, LLC	 DocuSigned by: 94445C7545834DB...	Andrea Grilli
OFF WHITE OPERATING HOLDING, CORP	 DocuSigned by: 94445C7545834DB...	Andrea Grilli
OFF WHITE OPERATING SOHO, LLC	 DocuSigned by: 94445C7545834DB...	Andrea Grilli
OFF WHITE OPERATING VEGAS, LLC	 DocuSigned by: 94445C7545834DB...	Andrea Grilli
OFF WHITE OPERATING LOS ANGELES, LLC	 DocuSigned by: 94445C7545834DB...	Andrea Grilli

Corporations:	Chairman, Vice Chairman, President or Officer (If no directors selected, signature of incorporator.)
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>Fees:</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>Certified Copy (optional):</b>	\$30.00