

**L00000002818**

Florida Department of State  
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**MERGER OR SHARE EXCHANGE  
CORKSCREW VILLAGE SELF STORAGE, L.L.C.**

Certificate of Status	1
Certified Copy	1
Page Count	09
Estimated Charge	\$67.50

*Amendment corrects  
members in plan of  
merger only.  
-Gert*

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**ARTICLES OF AMENDMENT TO  
ARTICLES (CERTIFICATE) OF MERGER  
OF CORKSCREW VILLAGE SELF STORAGE, LLC**

The following Articles (Certificate) of Merger (referred hereafter as the "Articles Amendment to the Articles of Merger") are being submitted in accordance with Section 607.1109 and 608.4382 of the Florida Statutes.

FIRST: The exact name, street address of its principal office, jurisdiction, and entity type for the merging party ("Merging Corporation") is as follows:

<u>Name and Street Address</u>	<u>Jurisdiction</u>	<u>Entity Type</u>
Corkscrew RV, Boat and Vehicle Storage, LLC 8901 Commons Way Estero, Florida 33928	Florida	Limited Liability Company

Florida Document/Registration Number: L02000005698  
FEI Number: 02-0568650

SECOND: The exact name, street address of its principal office, jurisdiction, and entity type of the surviving party ("Surviving Limited Liability Company") is as follows:

<u>Name and Street Address</u>	<u>Jurisdiction</u>	<u>Entity Type</u>
Corkscrew Village Self Storage, L.L.C 8901 Commons Way Estero, Florida 33928	Florida	Limited Liability Company

Florida Document/Registration Number: L00000002818  
FEI Number: 59-3636255

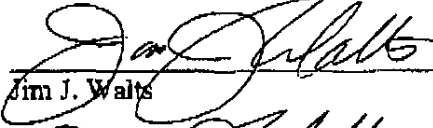
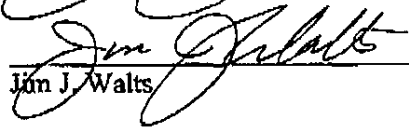
THIRD: The attached Amendment to the Plan of Merger meets the requirements of Section 607.1108 and 608.4382 of the Florida Statutes, and was approved in accordance with Section 607.1103 and Section 608.4381 by written consent on October 5, 2010. The Amendment to the Plan was executed under the authority of the Members and Manager on October 5, 2010 by the Manager of the Merging Limited Liability Company and by the Manager of the Surviving Limited Liability Company.

FOURTH: The attached Amendment to the Plan of Merger was approved by the Merging Limited Liability Company and the Surviving Limited Liability Company who are parties to the merger in accordance Chapters 607 and 608 of the Florida Statutes.

FIFTH: The merger shall become effective as of the date at which it was filed originally with the Florida Department of State, Division of Corporations.

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## SIXTH: SIGNATURE(S) FOR EACH PARTY:

<u>Name of Entity</u>	<u>Signature and Name of Officer</u>	<u>Title or Position</u>
Corkscrew RV, Boat and Vehicle Storage, LLC	 Jim J. Walts	Manager
Corkscrew Village Self Storage, L.L.C.	 Jim J. Walts	Manager

**AMENDMENT TO THE PLAN OF MERGER**

The following Amendment to the Plan of Merger (the "Plan") is being submitted in accordance with Section 607.1108 of the Florida Statutes. In addition the Plan is in accordance with Section 368 of the Internal Revenue Code of 1986, as amended (the "Code").

FIRST: The exact name and jurisdiction of the merging party (the "Merging Limited Liability Company") is as follows:

<u>Name and Street Address</u>	<u>Jurisdiction</u>	<u>Entity Type</u>
Corkscrew RV, Boat and Vehicle Storage, LLC 8901 Commons Way Estero, Florida 33928	Florida	Limited Liability Company

Florida Document/Registration Number: L02000005698  
FEI Number: 02-0568650

SECOND: The exact name and jurisdiction of the surviving party ("Surviving Limited Liability Company") is as follows:

<u>Name and Street Address</u>	<u>Jurisdiction</u>	<u>Entity Type</u>
Corkscrew Village Self Storage, L.L.C. 8901 Commons Way Estero, Florida 33928	Florida	Limited Liability Company

Florida Document/Registration Number: L00000002818  
FEI Number: 59-3636255

THIRD: Terms, Conditions and Statements in compliance with Chapter 607 and 608 of the Florida Statutes and Section 368(a)(1)(F) of the Code.

A. The effective date of the merger is to take place on the date the Plan of Merger and the Articles of Merger are first filed with the State of Florida (the "Effective Date").

B. The Merging Limited Liability Company and the Surviving Limited Liability Company shall be a single entity known as Corkscrew Village Self Storage, L.L.C..

C. The Merging Limited Liability Company shall cease to exist following the Effective Date of the merger.

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D. The Merging Limited Liability Company and the Surviving Limited Liability Company shall be treated the same for federal income tax purposes and therefore the Surviving Limited Liability Company shall use the same tax identification number as the Merging Limited Liability Company.

E. The limited liability company enterprise shall continue uninterrupted and is therefore a mere change of limited liability company vehicles for federal income tax purposes. In addition, the entire value of the proprietary interest in the Merging Limited Liability Company is to be preserved in the reorganization and within the Surviving Limited Liability Company.

F. The purpose of the merger, in part, is to protect the business assets from the owner's creditors and to allow for the continued management structure in that there is a higher protection against the creditors of the owners afforded under state law in a limited liability company structure. As such, the transaction and acts contemplated in this Plan are an ordinary and necessary incident of the conduct of the business.

G. The Surviving Limited Liability Company shall possess all the rights, privileges, powers, causes of action, and interest of the Merging Corporation; and all property, real and personal, and all debts due on whatever account, and every other interest belonging to or due to the Merging Limited Liability Company, shall be vested in the Surviving Limited Liability Company without further act or deed.

H. The Surviving Limited Liability Company shall be responsible and liable for all of the debts, liabilities and obligations of the Merging Limited Liability Company; and all existing or pending claims, actions or proceedings by or against the Merging Limited Liability Company may be prosecuted to judgment as if the merger had not taken place, or the Surviving Limited Liability Company may be substituted in the place of the Merging Limited Liability Company, and neither the rights of creditors nor any liens upon the property of the Merging Limited Liability Company shall be impaired by the merger.

I. With respect to each entity, the aggregate amount of net assets of the Merging Limited Liability Company that was available to support and pay distributions before the merger, shall continue to be available for the payment of distributions by the Surviving Limited Liability Company, except to the extent that all or a portion of those net assets may be transferred to the stated capital of the Surviving Limited Liability Company.

J. The cost or other basis of all property transferred incident to this Plan shall be the cost and basis as held by the Merging Limited Liability Company.

#### FOURTH: Conversion of Ownership Interests

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 intended to comply with Section 368(a)(1)(F) of the Code and specifically is as follows:

A. All of the Members of the Merging Limited Liability Company and the Members of the Surviving Limited Liability Company and the outstanding percentage of ownership percentage interests issued are identical. At and after the Effective Date, all of the previously issued and outstanding shares of common stock of the Merging Limited Liability Company that were issued and

outstanding immediately prior to the Effective Date shall be automatically surrendered and canceled. Absorbed Limited Liability Company has a capitalization as follows:

B.

<u>Members</u>	<u>Membership Interest</u>
Jim J. Walts and Nancy S. Walts, as co-Trustees of The Jim J. Walts Revocable Trust Dated 2/3/03	85%
Nandoms, Inc	15%

C. Upon the surrender and cancellation of the Merging Limited Liability Company's outstanding stock certificates, the Surviving Limited Liability Company shall issue membership certificates representing ownership of the Surviving Limited Liability Company to the Members in identical interests as owned prior to the merger/reorganization. No money or distributions or other dispositions shall be received or given under this Plan. The surviving Limited Liability Company has a capitalization as follows:

<u>Members</u>	<u>Membership Interest</u>
Nandoms, Inc	15%
CAMJ, Inc.	10%
Handmade in the Everglades, Inc.	10%
Brad A. and Jennifer L. Havemeier	10%
Jim J. Walts and Nancy S. Walts, as co-Trustees of the Jim J. Walts Revocable Trust Dated 2/3/03	55%

D. The Merging Limited Liability Company and the Surviving Limited Liability Company hereby acknowledge that the transfer of ownership interests are to be treated as if the Surviving Limited Liability Company received the assets and liabilities of the Merging Limited Liability Company in exchange for its membership units in a non-recognition event under Section 1032(a) of the Code.

E. In addition, the Merging Limited Liability Company and the Surviving Limited Liability Company hereby acknowledge that subsequent to the transfer of assets for the ownership interests in the Surviving Limited Liability Company the Merging Limited Liability Company shall thereafter issue the membership units of the Surviving Limited Liability Company to its Shareholders in exchange for the Shareholder's stock certificates in the Merging Limited Liability Company in a non-recognition event under Section 354(a)(1) of the Code. As of effective date of the merger, the Membership Interests for each Member in the Surviving Limited Liability Company shall be as follows:

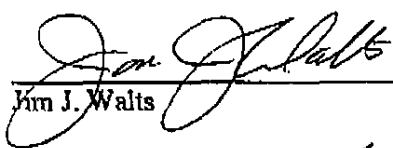
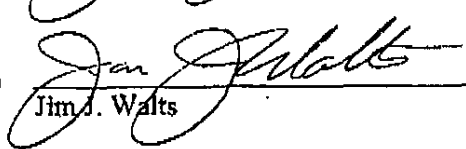
<u>Members</u>	<u>Membership Interest</u>
Nandoms, Inc	15%
CAMJ, Inc.	3.8%
Handmade in the Everglades, Inc.	3.8%
Brad A. and Jennifer L. Havemeier	3.8%
Jim J. Walts and Nancy S. Walts, as co-Trustees of the Jim J. Walts Revocable Trust Dated 2/3/03	73.6%

FIFTH: The name and address of the Manager of the Surviving Limited Liability Company is as follows:

Jim J. Walts  
8901 Commons Way  
Estero, Florida 33928

SIXTH: SIGNATURE(S) FOR EACH PARTY:

Under penalties of perjury, we declare that we amendment to the consent to the above Amendment of the Plan of Merger of the Merging Limited Liability Company and Surviving Limited Liability Company and that we have examined this Amended Plan, and to the best of our knowledge and belief, it is true, correct, and complete. As a Manager of the Merging Limited Liability Company and Manager of the Surviving Limited Liability Company, we further declare that we are authorized to execute this Plan and statement on its behalf.

<u>Name of Entity</u>	<u>Signature and Name of Officer</u>	<u>Title or Position</u>
Corkscrew RV, Boat and Vehicle Storage, LLC	 Jim J. Walts	Manager
Corkscrew Village Self Storage, L.L.C.	 Jim J. Walts	Manager

**ACTION BY WRITTEN CONSENT  
OF THE MANAGER AND MAJORITY IN INTEREST MEMBERS  
IN LIEU OF A MEETING  
OF  
CORKSCREW VILLIAGE SELF STORAGE, LLC**

WHEREAS, as of the date of this Consent, the undersigned Manager and Members are the majority of interest of the Members on record of Corkscrew Villiage Self Storage, LLC (the "Corporation"); and

WHEREAS, the Manager has submitted a recommended Amendment to the Plan of Merger to the Members for approval; and

WHEREAS, upon the approval of the Amendment to the Plan of Merger by the majority of interest of the Members, the Members and Manager shall authorize its effect.

NOW THEREFORE, the undersigned, being the Manager and the majority of interest of the Members of the Limited Liability Company and in accordance with the Florida Business Corporation Act relating to actions taken without a meeting, and by their signature hereto, do hereby consent in writing to the following actions:

RESOLVED, upon the recommendation of the Manager, the Members have reviewed and hereby approves the Amendment to the Plan of Merger in the form attached hereto; and be it further

RESOLVED, upon the approval of the majority of interest of the Members, the Members hereby authorize the Manager of the Limited Liability Company to do all acts necessary to effect the Amendment to the Plan of Merger, and be it further

RESOLVED, this action by written consent of the Manager and the majority of interest of the Members of the Limited Liability Company shall be in lieu of a meeting of the Manager and Members of the Limited Liability Company.

Pursuant to Sections 607.0821 and 607.0704 of the Florida Business Corporation Act, execution of this Consent by the undersigned waives any right to notice of or requirement to call a formal meeting to conduct the business referred to herein.


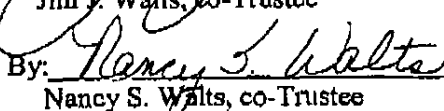
Dated effective as of October 5, 2010.

**MANAGER:**

  
\_\_\_\_\_  
Jim J. Walts

**MEMBER:**

Jim J. Walts Revocable Trust  
dated 2/3/03

By:   
\_\_\_\_\_  
Jim J. Walts, co-Trustee  
By:   
\_\_\_\_\_  
Nancy S. Walts, co-Trustee

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**CONSENT TO ACTIONS TAKEN WITHOUT A MEETING  
OF  
THE MAJORITY IN INTEREST MEMBERS AND MANAGER  
OF  
CORKSCREW RV, BOAT AND VEHICLE STORAGE, LLC**

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WHEREAS, as of the date of this Consent, the undersigned Manager and Members are the majority of interest of the Members on record of Corkscrew RV, Boat and Vehicle Storage, LLC (the "Corporation"); and

WHEREAS, the Manager has submitted a recommended Amendment to the Plan of Merger to the Members for approval; and

WHEREAS, upon the approval of the Amendment to the Plan of Merger by the majority of interest of the Members, the Members and Manager shall authorize its effect.

NOW THEREFORE, the undersigned, being the Manager and the majority of interest of the Members of the Limited Liability Company and in accordance with the Florida Business Corporation Act relating to actions taken without a meeting, and by their signature hereto, do hereby consent in writing to the following actions:

RESOLVED, upon the recommendation of the Manager, the Members have reviewed and hereby approves the Amendment to the Plan of Merger in the form attached hereto; and be it further

RESOLVED, upon the approval of the majority of interest of the Members, the Members hereby authorize the Manager of the Limited Liability Company to do all acts necessary to effect the Amendment to the Plan of Merger; and be it further

RESOLVED, this action by written consent of the Manager and the majority of interest of the Members of the Limited Liability Company shall be in lieu of a meeting of the Manager and Members of the Limited Liability Company.

Pursuant to Sections 607.0821 and 607.0704 of the Florida Business Corporation Act, execution of this Consent by the undersigned waives any right to notice of or requirement to call a formal meeting to conduct the business referred to herein.

Dated effective as of October 5, 2010.

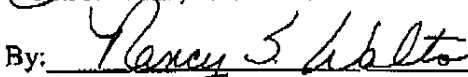
**MANAGER:**

  
Jim J. Walts

**MEMBER:**

Jim J. Walts Revocable Trust  
dated 2/3/03

By:   
Jim J. Walts, co-Trustee

By:   
Nancy S. Walts, co-Trustee