

L00000010325

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

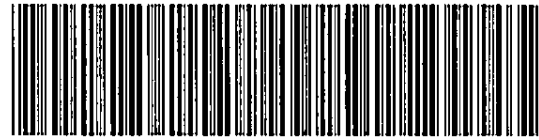
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

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11/07/17--01007--028 **100.00

11/30/17--01003--013 **25.00

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2017 NOV 28 P 4:30
T. LEMMEUX

2017 NOV 28 P 4:30

FILED

NOV 08 2017
T. LEMMEUX

M/GP



Sandy Kelley
Legal Department

OVERNIGHT MAIL

November 2, 2017

Florida Department of State
Amendment Section
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

RE: Articles of Merger for Florida Limited Liability Company
FECR Property I LLC
FECR Property II LLC
FDG HRY Mezz A LLC
FDG HRY Mezz B LLC

To Whom It May Concern:

Enclosed you will find the cover letter with completed Articles of Merger for Florida Limited Liability Company for the purpose of merging FECR Property I LLC, FECR Property II LLC, FDG HRY Mezz A, and FDG HRY Mezz B LLC into Florida East Coast Railway, LLC.

Should you have any questions or need anything additional, please let me know. Your assistance in this matter is greatly appreciated.

Sincerely,

A handwritten signature in black ink that reads 'Sandy L. Kelley' in a cursive script.

Sandy L. Kelley

Enclosures



FLORIDA DEPARTMENT OF STATE
Division of Corporations

November 8, 2017

FLORIDA EAST COAST
7411 FULLERTON ST STE 300
JACKSONVILLE, FL 32256

SUBJECT: FLORIDA EAST COAST RAILWAY, L.L.C.
Ref. Number: L00000010825

We have received your document for FLORIDA EAST COAST RAILWAY, L.L.C. and your check(s) totaling \$100.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

There is a fee of \$25.00 due.

There is a balance due of \$25.00.

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) 245-6050.

Tracy L Lemieux
Regulatory Specialist II

Letter Number: 617A00022703

**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>
FECR Property I LLC	Florida	LLC
FECR Property II LLC	Florida	LLC
FDG HRY Mezz A LLC	Florida	LLC
FDG HRY Mezz B LLC	Florida	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>
Florida East Coast Railway LLC	Florida	LLC

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
2017 NOV 28 P 4:31
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

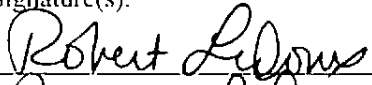
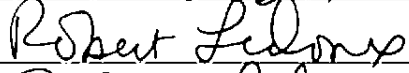
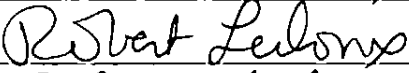
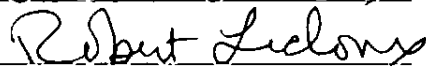
- This entity exists before the merger and is a domestic filing entity, the amendment, if any to its public organic record are attached.
- This entity is created by the merger and is a domestic filing entity, the public organic record is attached.
- This entity is created by the merger and is a domestic 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:

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:
FEER Property I LLC		Robert Ledoux
FEER Property II LLC		Robert Ledoux
FDG HRY Mezz A LLC		Robert Ledoux
FDG HRY Mezz B LLC		Robert Ledoux

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

Fees:	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	Certified Copy (optional):	\$30.00