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LD100000/4900

August 29, 2001

CORPORATION NAME (S) AND DOCUMENT NUMBER (S):

La Fuente International Investments, Inc. into

La Fuente International Investments LLC

Filing Evidence

☐ Plain/Confirmation Copy

☒ Certified Copy

Retrieval Request

☐ Photocopy

☐ Certified Copy

Type of Document

☐ Certificate of Status

☐ Certificate of Good Standing

☐ Articles Only

☐ All Charter Documents to include
Articles & Amendments

☐ Fictitious Name Certificate

☐ Other **200004561602-4**

01 AUG 29 PM 14:00
-08/29/01-01012-026
*****90.00 *****90.00

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	Non Profit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of RA Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input checked="" type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Reports
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation
<input type="checkbox"/>	Reinstatement

REGISTRATION/QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

RECEIVED
DIVISION OF STATE
CORPORATIONS
2001 AUG 29 AM 9:49
TO ACKNOWLEDGE
SUFFICIENCY OF FILING

8-31-01



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

August 29, 2001

UCC FILING & SEARCH SERVICES

SUBJECT: LA FUENTE INTERNATIONAL INVESTMENTS INC.
Ref. Number: P00000062011

We have received your document for LA FUENTE INTERNATIONAL INVESTMENTS INC. and your check(s) totaling \$90.00. However, the enclosed document has not been filed and is being returned for the following:

The plan of merger must either provide the name(s) and address(es) of the manager(s) of the limited liability company or state the limited liability company is not managed by one or more managers.

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) 245-6025.

Trevor Brumbley
Document Specialist

Letter Number: 901A00049226

01 AUG 29 PM 4:05
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

APPROVED
AND
FILED

ARTICLES OF MERGER
Merger Sheet

MERGING:

LA FUENTE INTERNATIONAL INVESTMENTS, INC., A FLORIDA ENTITY,
P00000062011

INTO

LA FUENTE INTERNATIONAL INVESTMENTS LLC, a Florida entity,
L01000014900

File date: August 29, 2001

Corporate Specialist: Trevor Brumbley

APPROVED
AND
FILED
01 AUG 29 PM 4:06
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF MERGER
OF
LA FUENTE INTERNATIONAL INVESTMENTS, INC.
(a Florida corporation)
and
LA FUENTE INTERNATIONAL INVESTMENTS LLC,
(a Florida limited liability company)**

P00000062011

LD100004900

Pursuant to the provisions of Section 608.4382, Florida Statutes, La Fuente International Investments LLC files these Articles of Merger which provide that:

1. La Fuente International Investments Inc., a Florida corporation having document number P00000062011 ("LFI"), shall be merged with and into La Fuente International Investments LLC, a Florida limited liability company having document number LD100004900 ("LFLLC"), which shall be the surviving entity.

1. The merger shall become effective as of the date on which these Articles of Merger are filed with the Secretary of State of Florida.

2. The Plan of Merger (a copy of which is attached hereto as Exhibit "A"), pursuant to which LFI shall merge with and into LFLLC was approved: (a) by LFI in accordance with the applicable provisions of Chapter 607 of the Florida Statutes; and (b) by LFLLC in accordance with the applicable provisions of Chapter 608 of the Florida Statutes.

IN WITNESS WHEREOF, these Articles of Merger have been executed on behalf of LFI and LFLLC by their authorized officers as of August 29, 2001.

LA FUENTE INTERNATIONAL
INVESTMENTS INC.

By: _____

Jaime Montanez, President

LA FUENTE INTERNATIONAL
INVESTMENTS LLC

By: _____

Jaime Montanez, President

APPROVED
AND
FILED
AUG 29 PM 4:06
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**PLAN OF MERGER
BETWEEN
LA FUENTE INTERNATIONAL INVESTMENTS INC.
(a Florida corporation)
and
LA FUENTE INTERNATIONAL INVESTMENTS LLC
(a Florida limited liability company)**

PLAN OF MERGER dated August 29, 2001, between La Fuente International Investments Inc., a Florida corporation ("LFI"), and La Fuente International Investments LLC, a Florida limited liability company ("LFLLC").

In consideration of the mutual covenants set forth in this Agreement, the parties agree as follows:

1. In accordance with the provisions of this Plan, the Florida Limited Liability Company Act and the Florida Business Corporation Act, at the Effective Time (as defined below), LFI shall be merged with and into LFLLC (the "Merger"), the separate and corporate existence of LFI shall cease and LFLLC (the "Surviving Company") shall continue its corporate existence pursuant to the laws of Florida under its present name (LFI and LFLLC are collectively referred to as the "Constituent Entities").

1. The Merger shall become effective on the date the Articles of Merger are filed with the Secretary of State of Florida (the "Effective Time").

2. The Surviving Company shall possess and retain every interest in all assets and property of every description. The rights, privileges, immunities, powers, franchises and authority of a public as well as a private nature of each of the Constituent Entities shall be vested in the Surviving Company without further act or deed. The title to and any interest in all real estate vested in either of the Constituent Entities shall not revert or in any way be impaired by reason of the Merger. The limited liability company is not managed by one or more managers.

3. All obligations belonging to or due to each of the Constituent Entities shall be vested in the Surviving Company without further act or deed, and the Surviving Company shall be liable for all of the obligations of each of the Constituent Entities existing as of the Effective Time.

4. At the Effective Time, by virtue of the Merger and without any action on behalf of the parties or otherwise:

(a) each issued and outstanding share of capital stock of LFI shall be canceled and converted into 0.5 Membership Units of LFLLC; and

(b) each issued and outstanding Membership Unit of LFLLC shall remain issued and outstanding.

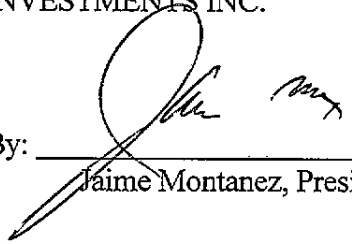


5. The Articles of Organization of LFLLC in effect immediately prior to the Effective Time shall continue without change and shall be the Articles of Organization of the Surviving Company.

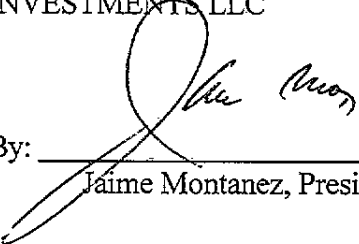
6. The Merger shall be conducted so as to qualify as a tax-free exchange and reorganization under the Internal Revenue Code.

IN WITNES WHEREOF, the undersigned persons have signed this Plan of Merger on the date first above written.

LA FUENTE INTERNATIONAL
INVESTMENTS INC.

By: 
Jaime Montanez, President

LA FUENTE INTERNATIONAL
INVESTMENTS LLC

By: 
Jaime Montanez, President

01 AUG 29 PM 4: 06
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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