

Florida Department of State  
Division of Corporations  
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Email Address: dbudd@gfpac.com

**MERGER OR SHARE EXCHANGE  
ASPEN AVIATION, LLC**

Certificate of Status	1
Certified Copy	1
Page Count	03
Estimated Charge	\$67.50

EFFECTIVE DATE  
2-28-13

*Merge*  
*2-25-13*

FEB. 25. 2013 11:07AM

GRANT FRIDKIN 239-514-0377

EFFECTIVE DATE  
2-28-13

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FILED  
FEB 25 PM 3:02  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Certificate of Merger  
For  
Florida Limited Liability Company

The following Certificate of Merger is submitted to merge the following Florida Limited Liability Companies in accordance with s.608.4382, Florida Statutes.

FIRST: The exact name, jurisdiction, form/entity type, and document number for the merging company are as follows:

<u>NAME</u>	<u>JURISDICTION</u>	<u>FORM/ENTITY TYPE</u>	<u>DOCUMENT NUMBER</u>
Aspen Helicopters, LLC	Florida	Limited Liability Company	L02000026757

SECOND: The exact name, jurisdiction, form/entity type, and document number of the surviving company are as follows:

<u>NAME</u>	<u>JURISDICTION</u>	<u>FORM/ENTITY TYPE</u>	<u>DOCUMENT NUMBER</u>
Aspen Aviation, LLC	Florida	Limited Liability Company	L02000026751

THIRD: The attached Plan of Merger was approved by the merging company and the surviving company in accordance with the applicable provisions of Chapter 608, Florida Statutes.

FOURTH: The merger shall become effective at the close of business on February 28, 2013.

IN WITNESS WHEREOF, the companies have executed this instrument as of the 25th day of February, 2013.

Surviving Company:

Aspen Aviation, LLC

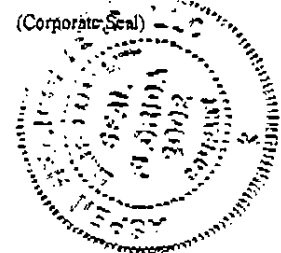
Merging Company:

Aspen Helicopters, LLC

By: David G. Budd  
David G. Budd, Assistant Manager  
and Authorized Representative



By: David G. Budd  
David G. Budd, Assistant Manager  
and Authorized Representative



Dgb/cmf/WD\_DGB/Aspen Aviation/Certificate of Merger

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**PLAN OF MERGER**

FIRST: The exact name, jurisdiction, form/entity type, and document number for the merging company are as follows:

<u>NAME</u>	<u>JURISDICTION</u>	<u>FORM/ENTITYTYPE</u>	<u>DOCUMENT NUMBER</u>
Aspen Helicopters, LLC	Florida	Limited Liability Company	L02000026757

SECOND: The exact name, jurisdiction, form/entity type, and document number of the surviving company are as follows:

<u>NAME</u>	<u>JURISDICTION</u>	<u>FORM/ENTITY TYPE</u>	<u>DOCUMENT NUMBER</u>
Aspen Aviation, LLC	Florida	Limited Liability Company	L02000026751

THIRD: The Articles of Organization of the surviving company, as Amended and Restated (filed 10/15/02) and in effect immediately before the Effective Date of this Merger (the Effective Date), shall, without any changes, be the Articles of Organization of the surviving company from and after the Effective Date, until later amended as permitted by law.

FOURTH: The surviving company has, and on the Effective Date shall have, one class of membership; each member's interest in the company is determined by the number of units owned in the company; each member is issued membership certificate(s) representing the number of such units owned; and the company maintains a record of the certificates issued and outstanding.

FIFTH: The merging company has, and on the Effective Date shall have, one class of membership; each member's interest in the company is determined by the number of units owned in the company; each member is issued membership certificate(s) representing the number of such units owned; and the company maintains a record of the certificates issued and outstanding.

SIXTH:

- A. The manner and basis of converting the interests of the members of the merging company into interests of the surviving company or, in whole or in part, into cash or other property is as follows:

On the Effective Date, each unit of the merging company that shall be issued and outstanding at that time shall, without more, be converted into and exchanged for one unit of the surviving company, in full satisfaction of such conversion and exchange.

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B. The manner and basis of converting rights to acquire interests of the merging company into rights to acquire interests of the surviving company or, in whole or in part, into cash or other property is as follows:

There are no rights to acquire interests of the merging company or the surviving company.

SEVENTH: The Effective Date of this Merger shall be as specified in the Certificate of Merger, to which this Plan of Merger is attached.

IN WITNESS WHEREOF, the companies have executed this instrument as of the 25th day of February, 2013.

Surviving Company:

Aspen Aviation, LLC

Merging Company:

Aspen Helicopters, LLC

By: David G. Budd  
David G. Budd, Assistant Manager  
and Authorized Representative

By: David G. Budd  
David G. Budd, Assistant Manager  
and Authorized Representative

