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T. HAMPTON

JAN - 8 2010

EXAMINER

LAW OFFICE OF

JONATHAN W. SHIRLEY, P.A.

ATTORNEY AND COUNSELOR AT LAW

171 CIRCLE DRIVE

MAITLAND, FLORIDA 32751

JONATHAN W. SHIRLEY Admitted in Florida. West Virginia & Virginia BOARD CERTIFIED TAX LAWYER
TELEPHONE (407) 629-8333
FACSIMILE (407) 629-8252

December 30, 2009

VIA: UPS OVERNIGHT

Florida Department of State Division of Corporations Clifton Building 2661 Executive Center Circle Tallahassee, FL 32301

Re: Merger of Betty Jean Johns Investments Limited Liability Limited Partnership, LLP, with and into Johns Family Investments I, LLC; and

Merger of Betty Jean Johns Limited Liability Limited Partnership, LLP, with and into Johns Family Investments II, LLC.

Dear Clerk:

Please find enclosed the following:

- 1. Certificate of Merger of Betty Jean Johns Investments Limited Liability Limited Partnership, LLP, with and into Johns Family Investments I, LLC, and Certificate of Merger of Betty Jean Johns Limited Liability Limited Partnership, LLP, with and into Johns Family Investments II, LLC.
- 3. Copies of Certificates of Merger;
- 4. Firm check in the amount of One Hundred Dollars (\$100.00); and
- 5. Pre-addressed, stamped envelope.

Please return all correspondence concerning this matter to:

Florida Department of State Division of Corporations December 30, 2009 Page 2

Please return all correspondence concerning this matter to:

Jonathan W. Shirley 171 Circle Drive Maitland, FL 32751 Telephone: (407) 629-8333 Fax: (407) 629-8252

Please file the Certificates of Merger and return the copies "file stamped" in the preaddressed, stamped envelope.

If you have any questions, please contact me.

Sincerely,

Jonathan W. Shirley

JWS/sy

Enclosures

LAW OFFICE OF

JONATHAN W. SHIRLEY, P.A.

ATTORNEY AND COUNSELOR AT LAW

171 CIRCLE DRIVE

MAITLAND, FLORIDA 32751

JONATHAN W. SHIRLEY ADMITTED IN FLORIDA, WEST VIRGINIA & VIRGINIA BOARD CERTIFIED TAX LAWYER
TELEPHONE (407) 629-8333
FACSIMILE (407) 629-8252

January 7, 2010

VIA: IPS OVERNIGHT

Florida Department of State Division of Corporations Clifton Building 2661 Executive Center Circle Tallahassee, FL 32301

Attention: Tammy Hampton

Re:

Merger of Betty Jean Johns Investments Limited Liability Limited Partnership, LLP, with and into Johns Family Investments I, LLC; and

Merger of Betty Jean Johns Limited Liability Limited Partnership, LLP, with and into Johns Family Investments II, LLC.

Dear Tammy:

Enclosed is my firm check in the amount of Twenty-Seven Dollars and 50/100 (\$27.50) for the additional filing fee due for Johns Family Investments I, LLC, and my firm check in the amount of Twenty-Seven Dollars and 50/100 (\$27.50) for the additional filing fee due for Johns Family Investments II, LLC. A copy of your correspondence of January 4, 2010 is also enclosed.

I understand that the effective filing date of the merger is December 31, 2009.

If you have any questions, please contact me.

Sincerely,

Jonathan W. Shirley

JWS/sy Enclosures

RECEIVED

10 JAN -7 PM 4:00

SECRETARY OF STATE TALLAHASSEE, FLORIDA

January 4, 2010

JONATHAN W SHIRLEY 171 CORCLE DR MAITLAND, FL 32751

SUBJECT: JOHNS FAMILY INVESTMENTS I, LLC

Ref. Number: L02000029346

We have received your document for JOHNS FAMILY INVESTMENTS I, LLC and check(s) totaling \$100.00. However, the document has not been filed and is being retained in this office for the following reason(s):

There is a balance due of \$27.50. Refer to the attached fee schedule for the breakdown of fees. Please return a copy of this letter to ensure your money is properly credited.

The fees to file the articles of merger are as follows:

For each Limited Partnership:

For each Limited Liability Company: 25.00

For each Corporation: 35.00

For each General Partnership: 25.00

All Others: 25.00

Please return 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) 245-6855.

Tammy Hampton Regulatory Specialist II

Letter Number: 810A00000046

\$52.50

CERTIFICATE OF MERGER FOR FLORIDA LIMITED LIABILITY COMPANY AND FLORIDA LIMITED PARTNERSHIP

The following Certificate of Merger is submitted to merge the following Florida Limited Liability Company and Florida Limited Partnership in accordance with Florida Statute 608.4382.

ARTICLE I

The exact name, form/entity type, and jurisdiction for each merging party is as follows:

Name

Durisdiction

Form/Entity Type

Betty Jean Johns Investments
Limited Liability Limited Partnership, LLP

Limited Partnership, LLP

A03000001344

ARTICLE II

The exact name, form/entity type, and jurisdiction of the surviving party is as follows:

Name

Jurisdiction

Form/Entity Type

Johns Family Investments I, LLC

Florida

Limited Liability Company

Lo200029346

ARTICLE III

The attached plan of merger was approved by each domestic corporation, limited liability company, partnership and/or limited partnership that is a party to the merger in accordance with the applicable provisions of Chapters 607, 608, 617, and/or 620, Florida Statutes.

ARTICLE IV

The attached plan of merger was approved by each other business entity that is a party to the merger in accordance with the applicable laws of the state, county or jurisdiction under which such other business entity is formed, organized or incorporated.

ARTICLE V

If other than the date of filing, the effective date of the merger, which cannot be prior to or more than 90 days after the date this document is filed by the Florida Department of State, is December 31, 2009.

ARTICLE VI

If the surviving party is not formed, organized, or incorporated under the laws of Florida, the survivor's principal office address in its home state, country or jurisdiction is as follows: N/A.

ARTICLE VII

If the surviving party is not formed, organized, or incorporated under the laws of Florida, the survivor agrees to pay to any members with appraisal rights the amount, to which such members are entitled under Sections 608.4351-608.4395, Florida Statutes. N/A

ARTICLE VIII

The surviving party is qualified to transact business in this state.

ARTICLE IX

Signature(s) for Each Party:

Name of Entity/Organization

Signature(s)

Typed or Printed Name of Individual

Betty Jean Johns Investments Limited Liability Limited

Partnership, LLP

Marilyn G. Mahoney, on behalf of the General Partner, Johns Family

Johns Family Investments I, LLC

Marilyn & Mahoney Marilyn G. Mahoney, Manager and Member

James A Mahoney, Manager and Member

Johns Family Investments I, LLC

PLAN OF MERGER OF BETTY JEAN JOHNS INVESTMENTS LIMITED LIABILITY LIMITED PARTNERSHIP, LLP INTO JOHNS FAMILY INVESTMENTS I, LLC

ARTICLE I

The name, entity and jurisdiction for each merging party is as follows:

Name Jurisdiction Form/Entity Type

Betty Jean Johns Investments Florida Limited Liability Partnership

Limited Liability Limited Partnership, LLP

ARTICLE II

The exact name, form/entity type, and jurisdiction of the surviving party is as follows:

Name <u>Jurisdiction</u> <u>Form/Entity Type</u>

Johns Family Investments I, LLC Florida Limited Liability Company

ARTICLE III

The terms and conditions of the merger are as follows:

Betty Jean Johns Investments Limited Liability Limited Partnership, LLP shall merge with and into Johns Family Investments I, LLC.

ARTICLE IV

The manner and basis of converting the interests, shares, obligations or other securities of each merged party into the interests, shares, obligations or others securities of the survivor in whole or in part, into cash or other property is as follows. After the merger, the limited partners of Betty Jean Johns Investments Limited Liability Limited Partnership, LLP shall receive percentage membership interests in Johns Family Investments I, LLC identical to their percentage interests in Betty Jean Johns Investments Limited Liability Limited Partnership, LLP immediately prior to the merger, and the percentage interests of the other members of Johns Family Investments I, LLC in Johns Family Investments I, LLC, after the merger shall be adjusted ratably.

SEGRETARY OF STATE STATE OF CORPORATIONS