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TALLAHASSEE, FL 32301
SECRETARY OF STATE

Bayonet Point

COVER LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: MMR II, LLC

Name of Surviving Party

The enclosed Certificate of Merger and fee(s) are submitted for filing.

Please return all correspondence concerning this matter to:

Michael Lubitz

Contact Person

RREMC, LLC

Firm/Company

1800 Old Okeechobee Road, Suite 100

Address

West Palm Beach, FL 33409

City, State and Zip Code

mlubitz@rremc.com

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Stross Law Firm, P.A.

at (813) 852-6500

Name of Contact Person

Area Code

Daytime Telephone Number

☒ Certified copy (optional) \$30.00

STREET ADDRESS:

Amendment Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

MAILING ADDRESS:

Amendment Section
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

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STROSS LAW FIRM, P. A.

Attorneys and Counselors at Law

- Real Estate Law • Title Insurance • Business Law • Estate Planning •
- Probate • Trust Administration •

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September 8, 2014

File #3653

Via Federal Express

Ms. Diane Cushing
Department of State
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

Re: Merger Documents for Meyer Metz Restaurants

Dear Diane,

It was a pleasure speaking with you on August 25, 2014, regarding the enclosed merger documents.

As I indicated there are a total of 13 Articles of Merger to be filed as soon as possible.

You will find enclosed the following for filing with the Division of Corporations for the State of Florida:

1. Articles of Merger for Den of Bayonet Point, LLC;
2. Articles of Merger for Ormond Beach MMR, LLC;
3. Articles of Merger for Davenport MMR, LLC;
4. Articles of Merger for MMR Sun City, LLC;
5. Articles of Merger for 7343 Lady Lake, LLC;
6. Articles of Merger for 6929 Sanford, LLC;
7. Articles of Merger for 6927 New Smyrna Beach, LLC;
8. Articles of Merger for 6926 Port Orange, LLC;
9. Articles of Merger for 6925 Daytona Beach Shores, LLC;
10. Articles of Merger for Den of Byron, LLC;
11. Articles of Merger for Kingsland MMR, LLC;
12. Articles of Merger for Den of Hopewell, LLC; and
13. Articles of Merger for Colonia Heights MMR, LLC.

Please provide certified copies of all filed Articles of Merger.

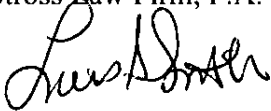
*Also admitted in Michigan and District of Columbia
†Board Certified Real Estate Attorney (Florida)
‡Member, National Network of Estate Planning Attorneys
www.strosslaw.com

You will also find enclosed our firm's check # 1719 in the amount of \$1,040.00, as payment of the filing fees (\$650.00) and the certified copies (\$390.00).

I have enclosed a Federal Express envelope for the return of the certified copies.

If you have any questions regarding the above please give our office a call.

Kindest regards,
Stross Law Firm, P.A.

A handwritten signature in black ink, appearing to read "Lois S. Smith".

Lois S. Smith
Real Estate Paralegal

/lss

Enclosures

\\2011SBSERVER\files\3653\LET94934(Florida).docx

**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>
DEN OF BAYONET POINT, LLC	Florida	LLC L04-25477
_____	_____	_____
_____	_____	_____
_____	_____	_____

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>
MMR II, LLC	Florida	LLC L02-33300
_____	_____	_____

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).

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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:

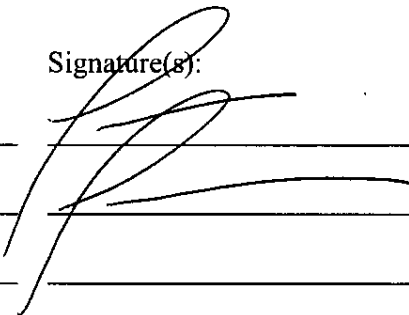
SEVENTH: Signature(s) for Each Party:

Name of Entity/Organization:

DEN OF BAYONET POINT, LLC

MMR II, LLC

Signature(s):



Typed or Printed
Name of Individual:

John C. Metz, Manager

John C. Metz, Manager

Corporations:

General partnerships:

Florida Limited Partnerships:

Non-Florida Limited Partnerships:

Limited Liability Companies:

Chairman, Vice Chairman, President or Officer
(If no directors selected, signature of incorporator.)

Signature of a general partner or authorized person

Signatures of all general partners

Signature of a general partner

Signature of an authorized person

Fees: For each Limited Liability Company: \$25.00
For each Limited Partnership: \$52.50
For each Other Business Entity: \$25.00

For each Corporation: \$35.00
For each General Partnership: \$25.00
Certified Copy (optional): \$30.00

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TALLAHASSEE, FLORIDA
DEPARTMENT OF STATE