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TALLAHASSEE, FLORIDA

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Merger

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1.

Path Integral, LLC
(CORPORATE NAME AND DOCUMENT #)

2.

(CORPORATE NAME AND DOCUMENT #)

3.

(CORPORATE NAME AND DOCUMENT #)

4.

(CORPORATE NAME AND DOCUMENT #)

5.

(CORPORATE NAME AND DOCUMENT #)

6.

(CORPORATE NAME AND DOCUMENT #)

SPECIAL INSTRUCTIONS:

ARTICLES OF MERGER

The following articles of merger are being submitted in accordance with section(s) 607.1109, 608.4382, and/or 620.203, Florida Statutes.

FIRST: The exact name, street address of its principal office, jurisdiction, and entity type for each merging party are as follows:

Name and Street Address

Jurisdiction

Entity Type

1. Path Integral, LLC

Florida

LLC

1602 Littler Drive

Titusville, FL 32780

Florida Document/Registration Number: L0300000954

FEI Number: 61-1448346

2. _____

Florida Document/Registration Number: _____

FEI Number: _____

3. _____

Florida Document/Registration Number: _____

FEI Number: _____

4. _____

Florida Document/Registration Number: _____

FEI Number: _____

(Attach additional sheet(s) if necessary)

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SECOND: The exact name, street address of its principal office, jurisdiction, and entity type of the **surviving** party are as follows:

Name and Street Address

Jurisdiction

Entity Type

Path Integral, LLC

CALIFORNIA

LLC

925 14th Street, Unit 11

Santa Monica, CA 90403

Florida Document/Registration Number: n/a

FEI Number: 20-3745366

THIRD: The attached Plan of Merger meets the requirements of section(s) 607.1108, 608.438, 617.1103, and/or 620.201, Florida Statutes, and was approved by each domestic corporation, limited liability company, partnership and/or limited partnership that is a party to the merger in accordance with Chapter(s) 607, 617, 608, and/or 620, Florida Statutes.

FOURTH: If applicable, the attached Plan of Merger was approved by the other business entity(ies) that is/are party(ies) to the merger in accordance with the respective laws of all applicable jurisdictions.

FIFTH: If not incorporated, organized, or otherwise formed under the laws of the state of Florida, the surviving entity hereby appoints the Florida Secretary of State as its agent for substitute service of process pursuant to Chapter 48, Florida Statutes, in any proceeding to enforce any obligation or rights of any dissenting shareholders, partners, and/or members of each domestic corporation, partnership, limited partnership and/or limited liability company that is a party to the merger.

SIXTH: If not incorporated, organized, or otherwise formed under the laws of the state of Florida, the surviving entity agrees to pay the dissenting shareholders, partners, and/or members of each domestic corporation, partnership, limited partnership and/or limited liability company that is a party to the merger the amount, if any, to which they are entitled under section(s) 607.1302, 620.205, and/or 608.4384, Florida Statutes.

SEVENTH: If applicable, the surviving entity has obtained the written consent of each shareholder, member or person that as a result of the merger is now a general partner of the surviving entity pursuant to section(s) 607.1108(5), 608.4381(2), and/or 620.202(2), Florida Statutes.

EIGHTH: The merger is permitted under the respective laws of all applicable jurisdictions and is not prohibited by the agreement of any partnership or limited partnership or the regulations or articles of organization of any limited liability company that is a party to the merger.

NINTH: The merger shall become effective as of:

The date the Articles of Merger are filed with Florida Department of State

OR

(Enter specific date. NOTE: Date cannot be prior to the date of filing.)

TENTH: The Articles of Merger comply and were executed in accordance with the laws of each party's applicable jurisdiction.

ELEVENTH: SIGNATURE(S) FOR EACH PARTY:

(Note: Please see instructions for required signatures.)

Name of Entity _____

Signature(s) _____

Typed or Printed Name of Individual

Path Integral, LLC, a FL LLC

Lee Fishman

Lee Fischman, Manager/Member

Marked

Michael Kinsl, Manager / Member

Path Integral, LLC, a CA LLC

Lee Fishman

Lee Fischman, Member

Michael Platt

Michael Kinkel, Member

(Attach additional sheet(s) if necessary)

PLAN OF MERGER

The following plan of merger, which was adopted and approved by each party to the merger in accordance with section(s) 607.1107, 617.1103, 608.4381, and/or 620.202, is being submitted in accordance with section(s) 607.1108, 608.438, and/or 620.201, Florida Statutes.

FIRST: The exact name and jurisdiction of each **merging** party are as follows:

Name

Jurisdiction

Path Integral, LLC

Florida

SECOND: The exact name and jurisdiction of the **surviving** party are as follows:

Name

Jurisdiction

Path Integral, LLC

California

THIRD: The terms and conditions of the merger are as follows:

Upon the Effective Time, Path Integral, LLC, (a FL LLC) shall be merged with and into Path Integral, LLC (a CA LLC).

Path Integral, LLC (a CA LLC) shall continue in existence as the Surviving Entity and the separate corporate existence of the Surviving Entity, with all its purposes, objects, rights, privileges, powers and franchises, shall continue unaffected and unimpaired by the Merger.

Upon the Effective Time, the separate corporate existence of Path Integral, LLC (a FL LLC) shall cease, and the Path Integral, LLC (a CA LLC) shall succeed, without other transfer, to all the rights and property of Path Integral, LLC (a FL LLC) and shall assume all of the debts and liabilities of Path Integral, LLC (a FL LLC)

The Merger shall become effective at such time and on such date as a Certificate of Merger with respect to Path Integral, LLC is filed with the California Secretary of State.

Upon the Effective Time, by virtue of the Merger and without any action on the part of the holder of any shares of either companies, each interest in Path Integral, LLC (a FL LLC) shall be cancelled without consideration.

(Attach additional sheet(s) if necessary)

FOURTH:

- A. The manner and basis of converting the interests, shares, obligations or other securities of each merged party into the interests, shares, obligations or other securities of the survivor, in whole or in part, into cash or other property are as follows:

Upon the Effective Time, by virtue of the Merger and without any action on the part of the holder of any shares of either companies, each interest in Path Integral, LLC (a FL LLC) shall be cancelled without consideration.

- B. The manner and basis of converting rights to acquire interests, shares, obligations or other securities of each merged party into rights to acquire interests, shares, obligations or other securities of the surviving entity, in whole or in part, into cash or other property are as follows:

(Attach additional sheet(s) if necessary)

FIFTH: If a partnership or limited partnership is the surviving entity, the name(s) and address(es) of the general partner(s) are as follows:

<u>Name(s) and Address(es) of General Partner(s)</u>	<u>If General Partner is a Non-Individual, Florida Document/Registration Number</u>
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SIXTH: If a limited liability company is the surviving entity the name(s) and address(es) of the manager(s)managing members are as follows: Lee Fischman and Michael Kimel, Members
925 14th Street, Unit 11, Santa Monica, CA 90403

SEVENTH: All statements that are required by the laws of the jurisdiction(s) under which each Non-Florida business entity that is a party to the merger is formed, organized, or incorporated are as follows:

EIGHTH: Other provisions, if any, relating to the merger:

(Attach additional sheet(s) if necessary)