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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

2019 AUG 9 AM 10:08

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08/09/19--01018--003 \*\*105.00

2019 AUG 9 AM 12:44  
T. LEMIEUX

AUG 13 2019

T. LEMIEUX

TL

# SUNSHINE CORPORATE FILING OF FLORIDA INC.

3458 Lakeshore Drive, Tallahassee, Florida 32312

(850) 656-4724

DATE 8/9/2019

**\*\*WALK IN\*\***

ENTITY NAME CRACKER COVE, LLC

DOCUMENT NUMBER \_\_\_\_\_

**\*\*PLEASE FILE THE ATTACHED AND RETURN\*\***

XXXX

*Plain Copy*

*Certified Copy*

*Certificate of Status*

**\*\*PLEASE OBTAIN THE FOLLOWING FOR THE ABOVE ENTITY\*\***

*Certified Copy of Arts & Amendments*

*Certificate of Good Standing*

**\*\*APOSTILLE / NOTARIAL CERTIFICATION\*\***

COUNTRY OF DESTINATION \_\_\_\_\_

NUMBER OF CERTIFICATES REQUESTED \_\_\_\_\_

TOTAL OWEL X0

CHECK # 6462

*Please call Tina at the above number for any issues or concerns. Thank you so much!*

**ARTICLES OF MERGER  
OF  
CRACKER COTTAGE, LLC  
(a Florida limited liability company)  
WITH AND INTO  
CRACKER COVE, LLC  
(a Florida limited liability company)**

**FILED**  
2019 AUG -9 A 10 09  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Pursuant to Section 605.1025 of the Florida Revised Limited Liability Company Act (the "Florida Act"), these Articles of Merger provide as follows:

**ARTICLE I  
State of Organization; Constituent Entities**

The name, entity type and state of organization of each of the constituent entities of the merger are as follows:

<u>Name</u>	<u>Entity Type</u>	<u>State of Organization</u>
Cracker Cottage, LLC	limited liability company	Florida
Cracker Cove, LLC	limited liability company	Florida

**ARTICLE II  
Surviving Entity**

Cracker Cove, LLC, a Florida limited liability company (the "**Surviving Entity**"), shall be the surviving entity and shall be governed by the laws of the State of Florida, which state shall continue to be its domicile.

**ARTICLE III  
Approval of the Plan of Merger**

The Plan of Merger was duly approved and adopted by the Surviving Entity in accordance with the provisions of Sections 605.1021-605.1026 of the Florida Act; by Cracker Cottage, LLC, a Florida limited liability company, in accordance with the provisions of the Florida Act; and by each member of such limited liability company who as a result of the merger will have interest holder liability under Section 605.1023(1)(b) of the Florida Act.

**ARTICLE IV**  
**Appraisal Rights**

To the extent that any member has appraisal rights, the Surviving Entity has agreed to pay such member the amount to which such member is entitled pursuant to Sections 605.1006 and 605.1061-605.1072 of the Florida Act.

**ARTICLE V**  
**Effective Time**

The merger shall become effective upon the filing of this Articles of Merger with the Department of State of the State of Florida (the “**Effective Date**”).

*[signature page to follow]*

**IN WITNESS WHEREOF**, the undersigned have caused these Articles of Merger to be executed this 25th day of July, 2019.

**CRACKER COTTAGE, LLC,**  
a Florida limited liability company

By: Sarah Moores Walker Guthrie  
Sarah Moores Walker Guthrie,  
Managing Member

**CRACKER COVE, LLC,**  
a Florida limited liability company

By: Sarah Moores Walker Guthrie  
Sarah Moores Walker Guthrie,  
Managing Member