

L03000032012

(Requestor's Name)

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PICK-UP WAIT MAIL

(Business Entity Name)

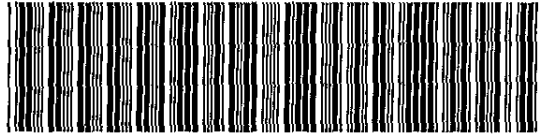
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RECEIVED
03 OCT -6 AM 10:18
DIVISION OF CORPORATION

FILED
03 OCT -6 PM 3:46
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Synstate Research
Requester's Name

Address

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FILED
03 OCT 16 PM 3:46
STATE OF FLORIDA
TALLAHASSEE

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. ATM Partners LLC
(Corporation Name) (Document #)

2. +
(Corporation Name) (Document #)

3. Cash of Orlando LLC
(Corporation Name) (Document #)

4. _____
(Corporation Name) (Document #)

- Walk in
- Mail out
- Pick up time _____
- Will wait
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NEW FILINGS

- Profit
- Not for Profit
- Limited Liability
- Domestication
- Other

AMENDMENTS

- Amendment
- Resignation of R.A., Officer/Director
- Change of Registered Agent
- Dissolution/Withdrawal
- Merger

OTHER FILINGS

- Annual Report
- Fictitious Name

REGISTRATION/QUALIFICATION

- Foreign
- Limited Partnership
- Reinstatement
- Trademark
- Other

Examiner's Initials



FAX TRANSMISSION

SHUTTS & BOWEN LLP
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ORLANDO, FLORIDA 32801
(407) 423-3200 (Main)
(407) 425-8316 (Fax)

To: Buck Kohr
Company: Florida Department of State
Client/Matter No.: 13769-0004

Fax: 850-410-1015
Phone: 850-245-6914

From: Leann M. Warfield, Esq.
User ID: 0385

Phone: 407-835-6943
Fax: 407-849-6943

Date: October 6, 2003
Pages: 3, including cover sheet

**Subject: Merger of ATM Partners, LLC into
Cash of Orlando, LLC**

Comments:

Mr. Kohr:

Kendra Wilson from Sunstate has contacted me about the missing "Plan of Merger" which should have been attached to the Articles of Merger. The Plan is attached herewith. We apologize for omitting this from the package. Thank you for your assistance with this filing.

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OCT - 6 PM 3:16
STATE OF FLORIDA
TALLAHASSEE COUNTY

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**ARTICLES OF MERGER OF ATM PARTNERS, LLC INTO
CASH OF ORLANDO, LLC**

The following Articles of Merger are being submitted in accordance with Section 608.4382, Florida Statutes.

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

Name: ATM PARTNERS, LLC
Address: 1303 Carlson
Orlando, Florida 32804
Entity Type: a Florida limited liability company
FL Document No.: L01000021924
FEIN: 59-3760964

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

Name: CASH OF ORLANDO, LLC
Address: 3348 Edgewater Drive
Orlando, Florida 32804
Entity Type: a Florida limited liability company
FL Document No.: L03000032012
FEIN: 06-1709622

THIRD: The attached Plan of Merger meets the requirements of Section 608.438, Florida Statutes, and was approved by each domestic limited liability company that is a party to the merger, in accordance with Chapter 608, Florida Statutes.

FOURTH: The merger is permitted under the respective laws of all applicable jurisdictions and is not prohibited by the Regulations or Articles of Organization of any limited liability company that is a party to the merger.

FIFTH: The Manager of Cash of Orlando, LLC, the surviving entity, is Florida ATM Management, Inc., a Florida corporation, 3348 Edgewater Drive, Orlando, Florida 32804.

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OCT - 8 PM 3 46
CLERK OF DISTRICT COURT
JUDICIAL CIRCUIT IN AND FOR
FLORIDA

SIXTH: The Merger shall become effective as of the date the Articles of Merger are filed with the Florida Department of State.

SEVENTH: The Plan of Merger was duly adopted by the Member and Manager of Cash of Orlando, LLC on August 28, 2003, and pursuant to Section 608.455, the Member waived the notification required by Section 608.4381(3). The Plan of Merger was duly adopted by the Members of ATM Partners, LLC on August 28, 2003, and pursuant to Section 608.455, the Members waived the notification required by Section 608.4381(3).

EIGHTH: These Articles of Merger comply, and were executed in accordance, with the laws of the State of Florida.

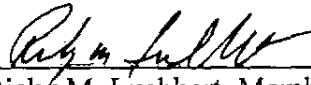
CASH OF ORLANDO, LLC, a Florida
limited liability company

By: Florida ATM Management, Inc., Manager

By: 
Ronald N. Schwartz, President

ATM PARTNERS, LLC, a Florida limited
liability company

By: 
Neil W. Demetree, Member

By: 
Ricky M. Luebbert, Member

FILED
AUG 28 2003
TALLAHASSEE, FL
8 46

PLAN OF MERGER
OF
ATM PARTNERS, LLC
INTO
CASH OF ORLANDO, LLC

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03 OCT -6 PM 3:46
STATE
TALLAHASSEE, FLORIDA

The Plan of Merger is as follows:

1. Merger. The name of each limited liability company to be merged is Cash of Orlando, LLC, a Florida limited liability company ("Cash"), and ATM Partners, LLC, a Florida limited liability company ("ATM"). Cash will be the surviving limited liability company. The members of ATM are the shareholders of Florida ATM Management, Inc., the sole member of Cash.

2. Cancellation.

a. Cancellation of the Percentage Interests of the Members of ATM. At the time the Merger is effective (the "Effective Time"), the Percentage Interests of the members of ATM shall be cancelled and extinguished and no other consideration shall be delivered in exchange therefor. The members of ATM are the shareholders of Florida ATM Management, Inc., the sole member of Cash.

b. Percentage Interests of Cash. At the Effective Time, the Percentage Interests of Cash shall be unaffected by the merger and the Operating Agreement shall reflect the ownership of Florida ATM Management, Inc.

3. Termination. This Plan of Merger may be terminated, and the Merger abandoned, at any time on or before the Effective Time by agreement of the Members of the undersigned limited liability companies.

4. Amendment. This Plan of Merger may not be amended except by an instrument in writing signed on behalf of each of the parties hereto.

5. Articles of Organization and Operating Agreement. At the Effective Time, the Articles of Organization and the Operating Agreement of Cash shall be the Articles of Organization and Operating Agreement of the surviving limited liability company.

6. Management. The name and address of the Manager of Cash, the surviving limited liability company is as follows:

Florida ATM Management, Inc., a Florida corporation
3348 Edgewater Drive
Orlando, Florida 32804

7. Member Adoption. This Plan of Merger was duly adopted by the Members of ATM on August 28, 2003. This Plan of Merger was duly adopted by the Manager and Member of Cash on August 28, 2003.

Dated: August 28, 2003

ATM PARTNERS, LLC

By: Neil W. Demetree
Neil W. Demetree, Member

By: Ricky M. Luebbert
Ricky M. Luebbert, Member

CASH OF ORLANDO, LLC

By: Florida ATM Management, Inc., Manager

By: Ronald A. Senfman
Ronald A. Senfman, President

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TALLAHASSEE