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**Florida Department of State
Division of Corporations
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MERGER OR SHARE EXCHANGE

HURRICANE REALTY, LLC

Certificate of Status	0
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ARTICLES OF MERGER

The following articles of merger are being submitted in accordance with Section 608.4382, Florida Statutes.

FIRST: The attached Plan of Merger meets the requirements of Section 608.438, Florida Statutes, and was approved by each domestic limited liability company and partnership that is a party to the merger in accordance with the Section 608.4381, Florida Statutes.

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

<u>Name and Street Address</u>	<u>Jurisdiction</u>	<u>Entity Type</u>
Hurricane Realty Group 5590 N.W. 163 rd Street Miami, Florida 33014	Florida	General Partnership
Hurricane Realty, LLC 5590 N.W. 163 rd Street Miami, Florida 33014	Florida	Limited Liability Company

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

<u>Name and Street Address</u>	<u>Jurisdiction</u>	<u>Entity Type</u>
Hurricane Realty, LLC 5590 N.W. 163 rd Street Miami, Florida 33014	Florida	Limited Liability Company

FIFTH: The merger shall become effective as of the date the Articles of Merger are filed.

SIXTH: The Articles of Merger comply and were executed in accordance with the laws of the State of Florida, the applicable jurisdiction for all parties involved in the merger.

These Articles of Merger are executed on the ____ day of November, 2003, by the following:

HURRICANE REALTY, LLC,
A Florida limited liability company,

By: Name: Jorge CanamecoTitle: Manager

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PLAN OF MERGER

The following plan of merger, which was adopted and approved by each party to the merger in accordance with Section 608.438, Florida Statutes and their respective governing documents, is being submitted in accordance with Section 608.4381, Florida Statutes.

ARTICLE I

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

<u>Name:</u>	<u>Type of Entity</u>	<u>Jurisdiction</u>
Hurricane Realty, LLC (the "Surviving Party")	Limited Liability Company	Florida
Hurricane Realty Group (the "Partnership")	General Partnership	Florida

ARTICLE II

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

<u>Name:</u>	<u>Jurisdiction:</u>
Hurricane Realty, LLC	Florida

ARTICLE III

The terms and conditions of the merger are as follows:

- (1) The two (2) entities shall be a single entity, which shall be a Florida limited liability company as the Surviving Party, and the separate existence of the Partnership shall cease, except to the extent provided by the laws of the State of Florida in the case of a general partnership after its merger into another entity.
- (2) The Surviving Party shall thereupon and thereafter possess all the rights, privileges, immunities and franchises, both of a public and of a private nature, of each of the merging parties; and all property (real, personal and mixed), and all debts due on whatever account, including subscriptions to shares, warrants issued, and all other choices of action, and all and every other interest of, or belonging to, or due to each of the merging parties, shall be taken and deemed to be vested in the Surviving Party without further act or deed; and the title to all real estate, or any interest therein, of

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either of the merging parties shall not revert or be in any way impaired by reason of the merger.

- (3) The Surviving Party shall thenceforth be responsible and liable for all of the liabilities and obligations of each of the merging parties; and any claim existing or action or proceeding pending by or against either of the merging parties may be prosecuted to judgment as if the merger had not taken place, or the Surviving Party may be substituted in its place, and neither the rights of creditors nor any liens upon the property of either of the merging parties shall be impaired by the merger;
- (4) The Articles of Organization of the Surviving Party as existing and constituted immediately prior to the Effective Date of this Plan of Merger shall be and constitute the Articles of Organization of the Surviving Party.
- (5) The partners of the Partnership as existing immediately prior to the Effective Date of this Plan of Merger shall be and constitute the Members of the Surviving Party.
- (6) The Surviving Party shall pay all expenses of carrying this Plan of Merger into effect and accomplishing the merger as herein provided.
- (7) This Plan of Merger has been approved unanimously by the partners of the Partnership and by the Members of the Surviving Party, respectively.
- (8) In furtherance of the transactions contemplated by this Plan of Merger, the partners of the Partnership and the Members of the Surviving Party, respectively, are authorized to take all actions and to execute and deliver all such documents as may be necessary or appropriate to carry into effect all the terms and provisions of this Plan of Merger. The Partnership and the Surviving Party, respectively, have agreed to indemnify and hold harmless the Members of the Surviving Party and partners of the Partnership, respectively, from any and all claims, losses, costs and damages incurred by any of them arising from or relating to the approval and implementation of this Plan of Merger.

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ARTICLE IV

The manner and basis of converting the partnership interests of the Partnership into the membership interests of the Surviving Party, in whole or in part, into cash or other property are as follows:

Upon the Effective Date of this Plan of Merger, the partners' partnership interests in the Partnership shall be exchanged for an equal number (percentage) of membership units of the Surviving Party.

As no rights to acquire partnership interests in the Partnership have been issued and are outstanding, the Operating Agreement of the Surviving Party shall control the rights to acquire interests of the Surviving Party.

ARTICLE V

The management of the Surviving Party shall be vested in the following managers thereof:

Jorge Canamero
5590 N.W. 163rd Street
Miami, Florida 33014

Michael Novick
5590 N.W. 163rd Street
Miami, Florida 33014

IN WITNESS WHEREOF, the merging parties have caused their corporate names to be affixed to this Plan of Merger by their respective, duly authorized officer or members on the date first written above.

HURRICANE REALTY GROUP,
A Florida general partnership

By: 
Name: Jorge Canamero
Title: General Partner

HURRICANE REALTY, LLC,
A Florida limited liability company

By: 
Name: Michael Novick
Title: Manager

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