

L04000008832

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TALLAHASSEE, FLORIDA

*BK*

# CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301  
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

Excel Food Mart LLC

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Art of Inc. File

LTD Partnership File

Foreign Corp. File

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Trade/Service Mark

✓ Merger File

Art. of Amend. File

RA Resignation

Dissolution / Withdrawal

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Certificate of Good Standing

Certificate of Status

Certificate of Fictitious Name

Corp Record Search

Officer Search

Fictitious Search

Fictitious Owner Search

Vehicle Search

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UCC 1 or 3 File

UCC 11 Search

UCC 11 Retrieval

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Name

Date

Time

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## 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:

<u>Name and Street Address</u>	<u>Jurisdiction</u>	<u>Entity Type</u>
1. <u>EXCEL FOOD MART LLC</u> <u>2262 HARBOR VIEW DRIVE</u> <u>DUNEDIN, FL. 34698</u>	<u>FLORIDA</u>	<u>LIMITED LIAB. Co.</u>

Florida Document/Registration Number: L0400000 8832 FEI Number: 20-0773852

2. <u>EXCEL FOOD MART, INC.</u> <u>2262 HARBOR VIEW DRIVE</u> <u>DUNEDIN, FL. 34698</u>	<u>FLORIDA</u>	<u>CORPORATION</u>
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Florida Document/Registration Number: P990000 42621 FEI Number: 59-3580917

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:

<u>Name and Street Address</u>	<u>Jurisdiction</u>	<u>Entity Type</u>
<u>EXCEL FOOD MART, L.L.C</u> <u>2262 HARBOR VIEW DRIVE</u> <u>DUNEDIN, FL. 34698</u>	<u>FLORIDA</u>	<u>LIMITED LIAB. CO.</u>
Florida Document/Registration Number: <u>L0400000 8832</u>		FEI Number: <u>20-0773852</u>

**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.)

[illegible]

(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:

<u>Name</u>	<u>Jurisdiction</u>
EXCEL FOOD MART, L.L.C	FLORIDA
EXCEL FOOD MART, INC.	FLORIDA

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

<u>Name</u>	<u>Jurisdiction</u>
EXCEL FOOD MART, L.L.C	FLORIDA

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

AT THE EFFECTIVE TIME AS INDICATED ON THE ARTICLE NINTH OF THE ARTICLES OF MERGER, EXCEL FOOD MART L.L.C SHALL BE MERGED ~~WITH~~ WITH EXCEL FOOD MART, INC. AND EXCEL FOOD MART L.L.C. SHALL BE THE SURVIVING COMPANY. THE MERGER SHALL BECOME EFFECTIVE UPON THE CLOSE OF THE BUSINESS ON THE DATE WHEN A ~~WITNESS~~ DULY SIGNED COPY OF THIS MERGER ARTICLES IS FILED WITH THE SECRETARY OF STATE OF FLORIDA.

(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:

AT THE EFFECTIVE TIME THE SEPARATE EXISTENCE OF EXCEL FOOD MART INC. SHALL CEASE. THE COMPANY IDENTITY, EXISTENCE, RIGHTS AND IMMUNITIES OF EXCEL FOOD MART L.L.C. AS THE SURVIVING COMPANY SHALL SUCCEED TO AND SHALL POSSESS ALL THE ASSETS, PROPERTY RIGHTS, PRIVILEGES, POWERS, FRANCHISES, IMMUNITIES PURPOSES AND BE SUBJECT TO ALL DEBTS, LIABILITIES, OBLIGATIONS, RESTRICTIONS AND DUTIES OF EXCEL FOOD MART INC, ALL WITHOUT FURTHER ACT OR DEED.

- 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:

SAME AS PART A ABOVE

(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:

N/A

If General Partner is a Non-Individual,

Name(s) and Address(es) of General Partner(s)

Florida Document/Registration Number

**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:

KHAIRUNISSA MANDANI  
2262 HARBOR VIEW DRIVE  
DUNEDIN, FL. 34698

**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:

ALL APPLICABLE JURISDICTIONS ARE UNDER THE  
STATE OF FLORIDA

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

N/A

(Attach additional sheet(s) if necessary)