

L040000008835

(Requestor's Name)

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(City/State/Zip/Phone #)

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(Business Entity Name)

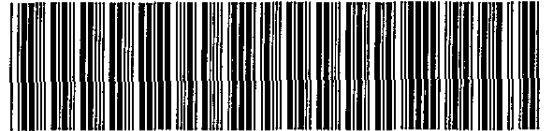
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TALLAHASSEE, FLORIDA
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CAPITAL CONNECTION, INC.

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Mandee Food Mart, LLC

6000

Art of Inc. File

LTD Partnership File

Foreign Corp. File

LLC File

Fictitious Name File

Trade/Service Mark

Merger File

Art. of Amend. File

RA Resignation

Dissolution / Withdrawal

Annual Report / Reinstatement

Cert. Copy

Photo Copy

Certificate of Good Standing

Certificate of Status

Certificate of Fictitious Name

Corp Record Search

Officer Search

Fictitious Search

Fictitious Owner Search

Vehicle Search

Driving Record

UCC 1 or 3 File

UCC 11 Search

UCC 11 Retrieval

Courier

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Requested by:

Name

Date

Time

Walk-In

Will Pick Up

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04 MAY 24 PM 2:44
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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>MANDEE 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: LO4000008835 FEI Number: 20-0773898

2. <u>MANDEE 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: PO1000115948 FEI Number: 59-3759622

3. _____

Florida Document/Registration Number: _____ FEI Number: _____

4. _____

Florida Document/Registration Number: _____ FEI Number: _____

(Attach additional sheet(s) if necessary)

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>MANDER FOOD MART L.L.C.</u> <u>2262 HARBOR VIEW DRIVE</u> <u>DUNEDIN, FL 34698</u>	<u>FLORIDA</u>	<u>LIMITED LIA. CO.</u>
Florida Document/Registration Number: <u>L0400000 8835</u>		FEI Number: <u>20-0773898</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.

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

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

ELEVENTH: SIGNATURE(S) FOR EACH PARTY:

[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>
① MANDEE FOOD MART, LLC	① FLORIDA
② MANDEE FOOD MART, INC.	② FLORIDA

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

<u>Name</u>	<u>Jurisdiction</u>
MANDEE FOOD MART, LLC	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, MANDEE FOOD MART L.L.C SHALL BE MERGED ~~WITH~~ WITH MANDEE FOOD MART, INC. AND MANDEE 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 ~~QUORUM~~ 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 MANDEE FOOD MART INC. SHALL CEASE. THE COMPANY IDENTITY, EXISTENCE, RIGHTS AND IMMUNITIES OF MANDEE FOOD MART L.L.C. AS THE SURVIVING COMPANY SHALL SUCCEED TO AND SHALL POSSESS ALL THE ASSETS, PROPER RIGHTS, PRIVILEGES, POWERS, FRANCHISES, IMMUNITIES PURPOSES AND BE SUBJECT TO ALL DEBTS, LIABILITIES, OBLIGATIONS, RESTRICTIONS AND DUTIES OF MANDEE 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

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

If General Partner is a Non-Individual,

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:

KNAIR UNISSA 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)