

LO4000014879

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

(Business Entity Name)

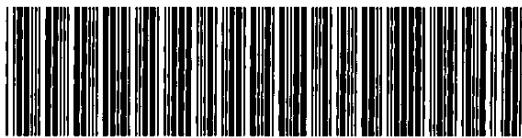
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Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Merger

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FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
07 DEC 19 AM 10:07

*SBM
12/20*

THOMAS SALE, JR.
Attorney and Counsellor at Law

SUITE ONE
602 HARRISON AVENUE
MAIL ADDRESS, P.O. BOX 426
PANAMA CITY, FLORIDA 32402

TELEPHONE: (850) 763-7311
FAX: (850) 763-8986

December 18, 2007

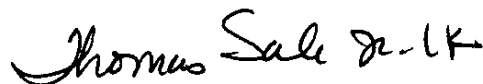
Registration Section
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

Gentlemen:

Enclosed is an original and a copy of Certificate of Merger for filing, along with my check for the filing fee.

Please return a certified copy to the above address. Thank you.

Very truly yours,



Thomas Sale, Jr.

TSJr/km

Enclosures

CERTIFICATE OF MERGER
FOR
FLORIDA LIMITED LIABILITY COMPANY

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

07 DEC 19 AM 10:07

The following Certificate of Merger is submitted to merge the following Florida Limited Liability Companies in accordance with Section 608.4382, Florida Statutes.

FIRST: The exact name, form/entity type, and jurisdiction for each merging party are as follows:

<u>Name</u>	<u>Jurisdiction</u>	<u>Entity type</u>
TR&R TIMBER COMPANY, LLC	State of Florida	Limited Liability Company
SIP of BAY COUNTY, LLC	State of Florida	Limited Liability Company

SECOND: The exact name, form/entity type, and jurisdiction of the surviving entity is **SIP of BAY COUNTY, LLC, a Florida limited liability company.**

THIRD: The attached Plan of Merger was approved by each limited liability company that is a party to the merger in accordance with the applicable provisions of Chapters 607, 608, 617, and 620, Florida Statutes, and by each member of both merging entities.

FOURTH: The effective date of the merger is the date of filing.

FIFTH: Signature(s) for Each Party:

TR&R TIMBER COMPANY, LLC

BY: Thomas Sale, Jr.

Thomas Sale, Jr.
Member

SIP of BAY COUNTY, LLC

BY: Thomas Sale, Jr.

Thomas Sale, Jr.
Member

PLAN OF MERGER

FIRST: The exact name, form/entity type, and jurisdiction for each merging party are as follows:

TR&R TIMBER COMPANY, LLC	State of Florida	Limited Liability Company
SIP of BAY COUNTY, LLC	State of Florida	Limited Liability Company

SECOND: The exact name, form/entity type, and jurisdiction of the surviving party is **SIP of BAY COUNTY, LLC, a Florida limited liability company.**

THIRD: The terms and conditions of the merger are that all assets are to be vested in the surviving entity which assumes all obligations of each and both entities.

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 is as follows:

Each member of both prior entities held the same interest in each entity. All will be members of the surviving entity holding the same interest as held heretofore in each.

B. The manner and basis of converting rights to acquire the interests, shares, obligations or other securities of each merged party into rights to acquire the interests, shares, obligations or other securities of the survivor, in whole or in part, into cash or other property is as follows:

See "FOURTH: A." above. No conversion is necessary as the same interest in combined assets will continue to be held by each member.

FIFTH: No additional statements are required.

SIXTH: The Articles of Organization of the surviving entity, SIP of BAY COUNTY, LLC, are restated as originally issue.