

Florida Department of State
Division of Corporations
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Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.**

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Email Address: bergo@bellsouth.net

EXAMINER

MERGER OR SHARE EXCHANGE

Bergo Management LLC

Certificate of Status	0
Certified Copy	1
Page Count	03
Estimated Charge	\$251.25

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CERTIFICATE OF MERGER
OF
HUGO U.S., INC.
(a Florida corporation)
AND
H.J.G., INC.
(a Florida corporation)
AND
MAGGRO, INC.
(a Florida corporation)
AND
YOGO U.S., INC.
(a Florida corporation)
AND
LAUDERHILL PLAZA, L.L.C.
(a Florida limited liability company)
AND
MGA PARTNERS, LTD.
(a Florida limited partnership)
INTO
BERGO MANAGEMENT LLC
(a Florida limited liability company)

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TALLAHASSEE, FLORIDA

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

FIRST: Hugo U.S., Inc., a Florida corporation, document number S08689; H.J.G., Inc., a Florida corporation, document number S08693; Maggro, Inc., a Florida corporation, document number P94000044781; Yogo U.S., Inc., a Florida corporation, document number S08679; Lauderhill Plaza, L.L.C., a Florida limited liability company, document number L980000001103; and MGA Partners, Ltd., a Florida limited partnership, document number A04000000488 are the terminating entities (collectively, the "Terminating Entities").

SECOND: Bergo Management LLC, a Florida limited liability company, document number L04000023102 is the surviving limited liability company (the "Surviving LLC").

THIRD: The attached Plan of Merger was approved by each corporation, limited liability company and limited partnership that is a party to the merger in accordance with the Terminating Entities and the Surviving LLC in accordance with Chapter 608, Florida Statutes, Chapter 607, Florida Statutes and Chapter 620, Florida Statutes.

FOURTH: The merger shall become effective when this Certificate of Merger is filed with the Florida Department of State.

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IN WITNESS WHEREOF, the undersigned have executed this Certificate of Merger as
of the 6th day of April, 2010.

HUGO U.S., INC.

By: [Signature]
BERNARD GODIN, Vice President

H.J.G., INC.

By: [Signature]
BERNARD GODIN, Vice President

MAGGRO, INC.

By: [Signature]
BERNARD GODIN, Vice President

YOGO U.S., INC.

By: [Signature]
BERNARD GODIN, Vice President

LAUDERDALE PLAZA, L.L.C.

By: Bergo Inc., its manager

By: [Signature]
BERNARD GODIN, Vice President

MGA PARTNERS, LTD.

By: Maggro, Inc., its general partner

By: [Signature]
BERNARD GODIN, Vice President

BERGO MANAGEMENT LLC

By: [Signature]
BERNARD GODIN, Managing Member

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TALLAHASSEE, FLORIDA

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PLAN OF MERGER

FIRST: Hugo U.S., Inc., a Florida corporation, H.J.G., Inc., a Florida corporation, Maggro, Inc., a Florida corporation, Yogo U.S., Inc., a Florida corporation, Lauderdale Plaza, L.L.C., a Florida limited liability company, and, MGA Partners, Ltd., a Florida limited partnership (collectively, the "Terminating Entities").

SECOND: Bergo Management LLC, a Florida limited liability company, is the surviving party (the "Surviving LLC").

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

1. The Articles of Organization of the Surviving LLC, as in effect immediately prior to the merger, shall be the Articles of Organization of the Surviving LLC.

2. The Operating Agreement of the Surviving LLC, as in effect immediately prior to the merger will be the Operating Agreement of the Surviving LLC and will continue in full force and effect until changed, altered or amended.

FOURTH: The manner and basis of converting the interests, shares, obligations, or other securities of each merged party into interests, shares, obligations, or other securities of the survivor, in whole or in part, into cash or other property are as follows:

1. At the effective time of the merger, all member interests of the Surviving LLC shall thereafter constitute all of the outstanding member interests of the Surviving LLC.

2. All the membership interests and shares of the Terminating Entities, all owned by the Surviving LLC as of the effective time of the merger shall be cancelled and retired and shall cease to exist.

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