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Capitol Services, Inc.

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CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. Standard ~~Don~~ Analytics, LLC 104-32531
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
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NEW FILINGS

- ☐ Profit
- ☐ Not for Profit
- ☐ Limited Liability
- ☐ Domestication
- ☐ Other

OTHER FILINGS

- ☐ Annual Report
- ☐ Fictitious Name

AMENDMENTS

- ☐ Amendment
- ☐ Resignation of R.A., Officer/Director
- ☐ Change of Registered Agent
- ☐ Dissolution/Withdrawal
- ☒ Merger

REGISTRATION/QUALIFICATION

- ☐ Foreign
- ☐ Limited Partnership
- ☐ Reinstatement
- ☐ Trademark
- ☐ Other

Examiner's Initials

**ARTICLES OF MERGER
OF STANDARD ANALYTICS, LLC (NEW MEXICO) INTO
STANDARD ANALYTICS, LLC (FLORIDA)**

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04 APR 30 AM 11:22
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Section 608.4382 of the Florida Statutes, the undersigned limited liability companies adopt the following Articles of Merger for the purpose of merging one of such companies into the other.

1. The Plan of Merger was approved by the Members of each of the undersigned companies in a manner prescribed by the Florida Limited Liability Company Act and the New Mexico Revised Statutes. The Plan of Merger is attached to these Articles of Merger as **Exhibit "A"** and incorporated by reference herein. The effective date of the Plan of Merger is April 30, 2004.

2. The dates of adoption of the Plan of Merger by the members were:

<u>Company</u> <u>Name of Corporation</u>	<u>Date</u>
Standard Analytics, LLC (New Mexico)	April 28, 2004
Standard Analytics, LLC (Florida)	April 28, 2004

3. As to each of the undersigned companies, the membership interests of each company entitled to vote on such Plan, are as follows:

<u>Name of Company</u>	<u>Membership Interest</u>
Standard Analytics, LLC (New Mexico)	Henry S. Vaccaro (66.25%) Paul A. Helman (26.25%) John W. Stafurik (7.5%)

Standard Analytics, LLC
(Florida)

Henry S. Vaccaro (66.25%)

Paul A. Helman (26.25%)

John W. Stafurik (7.5%)

4. The plan of merger was approved by each limited liability company that is a party to the merger in accordance with the applicable provisions of this chapter and the New Mexico Revised Statutes.

DATED: April 29, 2004

company,

Standard Analytics, LLC
A New Mexico limited liability

By: Henry S. Vaccaro

Henry S. Vaccaro
Managing Member

Standard Analytics, LLC
A Florida limited liability company,

By: Henry S. Vaccaro

Henry S. Vaccaro
Managing Member

STATE OF FLORIDA
COUNTY OF SARASOTA

29, 2004, by Henry S. Vaccaro, as Managing Member of Standard Analytics, LLC, a New Mexico limited liability company, and Managing Member of Standard Analytics, LLC, a Florida limited liability company, who is are (Notary choose one) [] personally known to me, or [☒] who has produced FL DRIVER LICENSE as identification.

Marla S. Bell

Notary Public **Marla S. Bell**
My Commission expires:



EXHIBIT "A"

PLAN OF MERGER

THIS PLAN OF MERGER dated April 28, 2004, between Standard Analytics, LLC, a Florida limited liability company, (hereinafter referred to as "(Florida)" or "Surviving Company"), and Standard Analytics, LLC, a New Mexico limited liability company, (hereinafter referred to as "(New Mexico)" or "Absorbed Company").

WITNESSETH:

WHEREAS, Standard Analytics, LLC (New Mexico), is a limited liability company organized and existing under the laws of the State of New Mexico, with its principal office at 124 Monte Vista, Los Alamos, NM; and

WHEREAS, Standard Analytics, LLC (New Mexico), is a member controlled limited liability company; and

WHEREAS, Standard Analytics, LLC (Florida), is a limited liability company organized and existing under the laws of the State of Florida, with its principal office at 815 Whooping Crane Ct., Bradenton, FL; and

WHEREAS, Standard Analytics, LLC (Florida), is a member controlled limited liability company; and

WHEREAS, The members of the constituent companies deem it desirable and in the best interest of the companies and their

members that New Mexico be merged into Florida pursuant to the provisions of Sections 608.4382 of the Florida Limited Liability Act.

NOW THEREFORE, in consideration of the mutual covenants and subject to the terms and conditions hereinafter set forth, the constituent companies agree as follows:

SECTION ONE - MERGER

Effective April 30, 2004, New Mexico shall merge with and into Florida, which will be the Surviving Company. The name of the Surviving Company shall remain Standard Analytics, LLC.

SECTION TWO - TERMS AND CONDITIONS

On the effective date of the merger, the separate existence of the Absorbed Company shall cease, and the Surviving Company shall succeed to all the rights, privileges, immunities and franchises, and all of the property, real, personal and mixed of the Absorbed Company, without the necessity for any separate transfer. The Surviving Company shall thereafter be responsible and liable for all liabilities and obligations of the Absorbed Company, and neither the rights of creditors nor any liens on the property of the Absorbed Company shall be impaired by the merger.

SECTION THREE - CONVERSION OF INTEREST

Because of the commonality of ownership between the two companies, there will be no converting of the interests of the Absorbed Company into interests of the Surviving Company. After the effective date of the merger, each member in the Absorbed

Company shall surrender any membership certificate in the Absorbed Company to the Surviving Company or its duly appointed agent, in such manner as the Surviving Company shall legally require.

**SECTION FOUR - S CORPORATE STATUS UNDER
THE INTERNAL REVENUE CODE**

The Surviving Company will continue to be treated as an S Corporation under the Internal Revenue Code of 1986, as amended. When the Absorbed Company shall cease on the effective date of the merger, the taxable year of the Absorbed Company will end. The Surviving Company shall succeed to all tax liabilities of the Absorbed Company.

SECTION FIVE - CHANGES IN ARTICLES OF ORGANIZATION

The Articles of Organization of the Surviving Company shall continue to be its Articles of Organization following the effective date of the merger.

SECTION SIX - CHANGES IN REGULATIONS

The Operating Agreement of the Surviving Company shall continue to serve as the regulations of the Surviving Company following the effective date of the merger.

SECTION SEVEN - MEMBER CONTROLLED LLC

The Surviving Company shall continue to be a member controlled limited liability company and the Managing Member of the Surviving Company shall continue to be Henry S. Vaccaro after the effective date of the merger.

SECTION EIGHT - PROHIBITED TRANSACTIONS

Neither of the constituent companies shall, prior to the effective date of the merger, engage in any activity or transaction other than in the ordinary course of business, except that the Absorbed and Surviving Companies may pay regular distributions and take all action necessary or appropriate under the laws of the State of Florida and the State of New Mexico to consummate this merger.

SECTION NINE - APPROVAL BY MEMBERS

This Plan of Merger shall be submitted for the approval of the members of the constituent companies in the manner provided by the applicable laws of the State of Florida and the State of Florida at meetings to be held on or before April 29, 2004, or at such other time as to which the managing members of the constituent corporations may agree.

SECTION TEN - EFFECTIVE DATE OF MERGER

The effective date of this merger shall be April 30, 2004.

SECTION ELEVEN - ABANDONMENT OF MERGER

This Plan of Merger may be abandoned by actions of the members of either the Surviving or the Absorbed Company at any time prior to the effective date, if the merger is not approved by the members of either the Surviving or the Absorbed Company on or before April 29, 2004, pursuant to Fla. Stat. §608.4381(7).

SECTION TWELVE - EXECUTION OF AGREEMENT

This Plan of Merger may be executed in any number of counterparts and each such counterpart shall constitute an original instrument.

Executing on behalf of the parties by their managing members, on the date first above written.

company

Standard Analytics, LLC (New Mexico),
a New Mexico limited liability

By: 

Henry S. Vaccaro,
Managing Member

Standard Analytics, LLC (Florida),
a Florida limited liability company

By: 

Henry S. Vaccaro,
Managing Member