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J. BRYAN

MAY - 2 2008

EXAMINER

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: HIGHWAY 20 BEN STOUT RD, LLC
(Name of Surviving Party)

The enclosed Certificate of Merger and fee(s) are submitted for filing.

Please return all correspondence concerning this matter to:

Johnny Petrandis, II

(Contact Person)

HIGHWAY 20 BEN STOUT RD, LLC

(Firm/Company)

4178 Apalachee Parkway

(Address)

Tallahassee, FL 32311

(City, State and Zip Code)

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For further information concerning this matter, please call:

Johnny Petrandis, II at (850) 671-3000

(Name of Contact Person)

(Area Code and Daytime Telephone Number)

☐ Certified copy (optional) \$30.00

STREET ADDRESS:

Registration Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

MAILING ADDRESS:

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

**Certificate of Merger
For
Florida Limited Liability Company**

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The following Certificate of Merger is submitted to merge the following Florida Limited Liability Company(ies) in accordance with s. 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>Form/Entity Type</u>
PMI, LLC	FL	LLC #L01000005659
PETAPAND'S MORTGAGE AND INVESTMENTS INC FL INC	FL	#P020000047851
TALQUIN ELECTRIC OF FLORIDA, LLC	FL	LLC #L020000008939
J- II INVESTMENTS AND MORTGAGES, LLC	FL	LLC #L040000045973

SECOND: The exact name, form/entity type, and jurisdiction of the surviving party are as follows:

<u>Name</u>	<u>Jurisdiction</u>	<u>Form/Entity Type</u>
HIGHWAY 20 BEN STOUT RD, LLC	FL	LLC #L040000045977

THIRD: The attached plan of merger was approved by each domestic corporation, limited liability company, partnership and/or limited partnership that is a party to the merger in accordance with the applicable provisions of Chapters 607, 608, 617, and/or 620, Florida Statutes.

FOURTH: The attached plan of merger was approved by each other business entity that is a party to the merger in accordance with the applicable laws of the state, country or jurisdiction under which such other business entity is formed, organized or incorporated.

FIFTH: If other than the date of filing, the effective date of the merger, which cannot be prior to nor more than 90 days after the date this document is filed by the Florida Department of State:

SIXTH: If the surviving party is not formed, organized or incorporated under the laws of Florida, the survivor's principal office address in its home state, country or jurisdiction is as follows:

4178 APALACHEE PARKWAY

TALLAHASSEE, FL 32311

SEVENTH: If the survivor is not formed, organized or incorporated under the laws of Florida, the survivor agrees to pay to any members with appraisal rights the amount, to which such members are entitled under ss.608.4351-608.43595, F.S.

EIGHTH: If the surviving party is an out-of-state entity not qualified to transact business in this state, the surviving entity:

a.) Lists the following street and mailing address of an office, which the Florida Department of State may use for the purposes of s. 48.181, F.S., are as follows:

Street address: 4178 APALACHEE PARKWAY

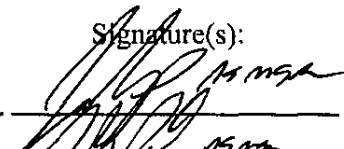
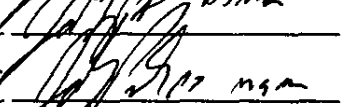
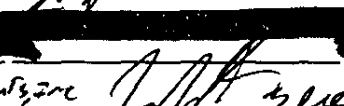
TALLAHASSEE, FL 32311


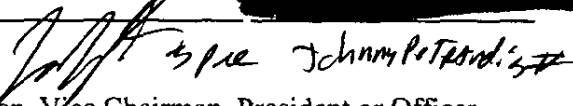
Mailing address: SAME AS ABOVE

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b.) Appoints the Florida Secretary of State as its agent for service of process in a proceeding to enforce obligations of each limited liability company that merged into such entity, including any appraisal rights of its members under ss.608.4351-608.43595, Florida Statutes.

NINTH: Signature(s) for Each Party:

Name of Entity/Organization:	Signature(s):	Typed or Printed Name of Individual:
PMI, LLC		JOHNNY PETRANDIS, II
TALQUIN ELECTRIC OF FLORIDA, LLC		JOHNNY PETRANDIS, II
J-II INVESTMENTS AND MORTGAGES, LLC		JOHNNY PETRANDIS, II


 PETRANDIS mortgage and investments, inc  to pre Johnny Petrandis, II

Corporations:	Chairman, Vice Chairman, President or Officer (If no directors selected, signature of incorporator.)
General partnerships:	Signature of a general partner or authorized person
Florida Limited Partnerships:	Signatures of all general partners
Non-Florida Limited Partnerships:	Signature of a general partner
Limited Liability Companies:	Signature of a member or authorized representative


Fees: For each Limited Liability Company: \$25.00
 For each Corporation: \$35.00
 For each Limited Partnership: \$52.50
 For each General Partnership: \$25.00
 For each Other Business Entity: \$25.00

Certified Copy (optional): \$30.00

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PLAN OF MERGER

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

<u>Name</u>	<u>Jurisdiction</u>	<u>Form/Entity Type</u>
PMI, LLC	FL	LLC
TALQUIN ELECTRIC OF FLORIDA, LLC	FL	LLC
J- II INVESTMENTS AND MORTGAGES, LLC	FL	LLC
		
Peterson's Mortgage Investments, Inc	FL	LLC

SECOND: The exact name, form/entity type, and jurisdiction of the surviving party are as follows:

<u>Name</u>	<u>Jurisdiction</u>	<u>Form/Entity Type</u>
HIGHWAY 20 BEN STOUT RD, LLC	FL	LLC

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

EACH OF THE ABOVE LISTED ENTITIES, SHALL BE GIVEN TRADE IN ONE SHARE OF STOCK FOR ONE SHARE OF STOCK

IN THE SURVIVING ENTITY

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(Attach additional sheet 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 others securities of the survivor, in whole or in part, into cash or other property is as follows:

UPON PRESENTING ONE SHARE OF STOCK BY THE OWNE R ONE SHARE OF STOCK SHALL BE ISSUED IN THE

SURVIVING ENTITY.

(Attach additional sheet if necessary)

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 others securities of the survivor, in whole or in part, into cash or other property is as follows:

AS PER THE ARTICLES AND OPERATING AGREEMENT OF OF THE SURVIVING LLC

(Attach additional sheet if necessary)

FIFTH: Any statements that are required by the laws under which each other business entity is formed, organized, or incorporated are as follows:

(Attach additional sheet if necessary)

SIXTH: Other provisions, if any, relating to the merger are as follows:

(Attach additional sheet if necessary)