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John A. Robenalt*
John Francis Robenalt**

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Fax: 419.228.3631

December 20, 2007

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

SUBJECT: Merger of Advocate Video Productions, LLC into Dreams Into Motion, LLC

Dear Sir or Madam:

Please find enclosed the following for immediate filing:

- 1. Certificate of Merger (with a Plan of Merger) for Advocate Video Productions, LLC and Dreams Into Motion, LLC.
- 2. A check in the amount of \$80.00 (for a filing fee of \$50.00 and a certified copy fee of \$30.00).

Please return all correspondence regarding this matter to:

John F. Robenalt, Esq. Robenalt & Robenalt PO Box 550 Osprey, FL 34229 Phone: 941-966-7755

Fax: 941-966-6678

Email: john@robenalt-law.com

Thanks you for your assistance in this matter.

Department of State Division of Corporations

Registration Section

SUBJECT: Merger of Advocate Video Productions, LLC into Dreams Into Motion, LLC

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Hope +

Attorney at Law

Englosures

CERTIFICATE OF MERGER

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The following certificate of merger is being submitted in accordance with section A SECRETARY SECRETARY OF STATE CORIDA 608.4382, and/or 620.2108, Florida Statutes.

FIRST: The exact name, street address of its principal office, jurisdiction, and entity type for each **merging** party are as follows:

Name and Street Address

Jurisdiction

Entity Type

1. Dreams Into Motion LLC

Florida

Limited Liability

Company

505 Velasquez Drive

Osprey, Florida 34229

Florida Document/Registration Number:

L04000049975

FEI Number:

55-089086

2. Advocate Video Productions, LLC

Florida

Limited Liability

Company

505 Velasquez Drive

Osprey, Florida 34229

Florida Document/Registration Number:

L05000006846

FEI Number:

05-0623853

SECOND: The exact name, street address of its principal office, jurisdiction, and entity type of the **surviving** party are as follows:

Name and Street Address

Jurisdiction

Entity Type

Dreams Into Motion, LLC

Florida

Limited Liability

Company

505 Velasquez Drive

Osprey, Florida 34229

Florida Document/Registration Number:

L04000049975

FEI Number:

55-0889086

THIRD: The attached Plan of Merger meets the requirements of section(s) 607.1108, 608.438, 617.1103, and/or 620.2106, 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 the surviving entity is another business entity formed, organized, or incorporated under the laws of any state, country, or jurisdiction other than the state of Florida, and is not authorized to transact business in this state, 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, 620.2114, 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), 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.

<u>NINTH:</u> The merger shall become effective as of: The date of filing of this document with the Florida Department of State, Division of Corporations.

TENTH: The Certificate of Merger complies and was executed in accordance with the laws of each party's applicable jurisdiction.

Name of Entity

Dreams Into Motion LLC

Advocate Video Productions, LLC

Rory D. Robenalt

Rory D. Robenalt

Rory D. Robenalt

Rory D. Robenalt

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 620.2107, is being submitted in accordance with section(s) 607.1108, 608.438, and/or 620.2108, Florida Statutes.

FIRST: The exact name and jurisdiction of each **merging** party are as follows:

<u>Name</u> <u>Jurisdiction</u>

Dreams Into Motion LLC Florida

Advocate Video Productions, LLC Florida

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

Name Jurisdiction

Dreams Into Motion, LLC Florida

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

The surviving Florida limited liability company shall be Dreams Into Motion, LLC.

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:

Each merged party shall own an undivided interest in each class of assets of the surviving entity in proportion to the percentage that its contribution to such class of assets bears to the total value of that class of assets now owned by the surviving entity.

B. The manner and basis of converting rights to acquire interests, shares, obligations or other

securities of each merged party into <u>rights to acquire</u> interests, shares, obligations or other securities of the surviving entity, in whole or in part, into cash or other property are as follows:

Each merged party shall hold in the surviving entity's rights to acquire interests, shares, obligations, or other securities the same percentage proportionate to that of the merged party's capital contributions to the surviving entity.

<u>FIFTH</u> 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: N/A.

SIXTH: Other provisions, if any, relating to the merger: None

Name of Entity
Dreams Into Motion LLC

Advocate Video Productions, LLC

Signature(1)

Typed or Printed Name of Individual

Rory D. Robenalt

Rory D. Robenalt

Rory D. Robenalt

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SECRETARY OF LORIDA