

L050000018278

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COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Wyld Land Development, 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:

James A. Neal, Jr., Esq.
(Contact Person)

James A. Neal, Jr., P.A.
(Firm/Company)

213 Courthouse Square
(Address)

Inverness, Florida 34450
(City, State and Zip Code)

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For further information concerning this matter, please call:

James Neal at (352) 72691116
(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

RECEIVED
JAN 29 2007
Sec. of State's Office

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

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>
Wyld Land Development, LLC.	Florida	LD5000018278 limited liability company
Wyld Land Development, LLC.	Georgia	MO5000004379 limited liability company
_____	_____	_____
_____	_____	_____

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>
Wyld Land Development, LLC.	Florida	LD5000018278 limited liability company

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.

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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:

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: _____

Mailing address: _____

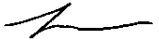
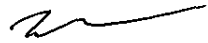
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b.) Appoints the Florida Secretary of State as its agent for service of process in a proceeding to enforce obligations of each limited liability company that merged into such entity, including any appraisal rights of its members under ss.608.4351-608.43595,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

NINTH: Signature(s) for Each Party:

Name of Entity/Organization:	Signature(s):	Typed or Printed Name of Individual:
Wyld Land Development, LLC.		Charles Lewis
Wyld Land Development, LLC.		Charles Lewis
_____	_____	_____
_____	_____	_____

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

<u>Fees:</u> 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

<u>Certified Copy (optional):</u>	\$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>
Wyld Land Development, LLC.	Florida	limited liability company
Wyld Land Development, LLC.	Georgia	limited liability company
_____	_____	_____
_____	_____	_____

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>
Wyld Land Development, LLC.	Florida	limited liability company

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

_____	SECRETARY OF STATE TALLAHASSEE FLORIDA

(Attach additional sheet if necessary)

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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:

Each unit in the merging Georgia limited liability company
shall be converted to an equal unit in the surviving
Florida limited liability company. The surviving
party shall assume all debts and obligations of the
Georgia limited liability company.

(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:

Rights to acquire the interests, shares, obligations
or other securities of the merged Georgia limited liability
company shall continue as rights to acquire the interests,
shares, obligations or other securities of the survivor
without impairment.

(Attach additional sheet if necessary)

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

There are no amendments to the Articles of Organization of
the surviving limited liability company. The executed Plan
of Merger is on file at the principal place of business of
the surviving limited liability company which address is:
2805 Highway 44 West, Inverness, Florida 34453, and will be
furnished to any member of a constituent entity upon request
and without cost. The Plan of Merger has been duly authorized
and approved by each constituent business entity in accordance
SEE ATTACHED *(Attach additional sheet if necessary)*

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

The Plan of Merger herein has been approved by the unanimous
consent of the members of each constituent business entity
hereto in accordance with the laws of the state or
jurisdiction in which it was organized or formed.

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(Attach additional sheet if necessary)

FIFTH: Continued

with Georgia Code Section 14-11-903. The Georgia Secretary of State is appointed as agent for the surviving entity on whom process in Georgia in any action, suit, or proceeding for the enforcement of an obligation of each limited liability company constituent to the merger may be served and a copy of the process is to be mailed to: 2805 Highway 44 West, Inverness, Florida 34453.

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