

**L05000023477**  
**L05000023477**

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP ☐ WAIT ☐ MAIL

(Business Entity Name)

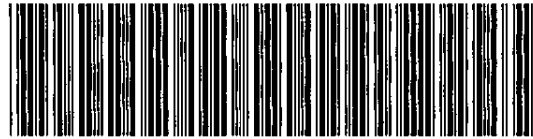
(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

Special Instructions to Filing Officer:

*Mayer*

Office Use Only



800239345918

11/06/12--01002--017 \*\*80.00

FILED  
2012 NOV 14 AM 8:22  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

J. SAULSBERRY  
EXAMINER

NOV 16 2012

ANDREW HELGESEN, P.A.  
ATTORNEY AT LAW  
*A Professional Association*

11380 Prosperity Farms Road, Suite 201  
Palm Beach Gardens, FL 33410  
Voice 561/622-7755  
Fax 561/622-8422  
ahelgesen@helgesenlawfirm.com

November 1, 2012

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

Subject: Lantz Investments, LLC

To: Registration Section, Division of Corporations

Please find enclosed the Certificate of Merger and Plan of Merger and our check for \$80.00, \$25.00 for each limited liability and \$30.00 for a certified copy. The check is made payable to the Florida Department of State. Please return all correspondence concerning this matter to the undersigned whose address, telephone number and email address are set forth above. For further information concerning this matter, please call Andrew Helgesen at (561) 622-7755.

Sincerely,

Andrew Helgesen

AH/tmo

Enclosures

cc: James W. Lantz (via email only: [jameswlantz@cs.com](mailto:jameswlantz@cs.com))

FILED  
2012 NOV 14 AM 8:22  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

RECEIVED  
12 NOV -5 AM 8:25  
DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

## CERTIFICATE OF MERGER FOR FLORIDA LIMITED LIABILITY COMPANY

The following Certificate of Merger is submitted to merge the following Florida limited liability companies in accordance with Section 608.4832 of the Florida Statutes:

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

<u>Name</u>	<u>Jurisdiction</u>	<u>Entity Type</u>
Lantz Retail Investments, LLC	Florida	Limited Liability Company
Lantz Investments, LLC	Florida	Limited Liability Company

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

<u>Name</u>	<u>Jurisdiction</u>	<u>Entity Type</u>
Lantz Investments, LLC	Florida	Limited Liability Company

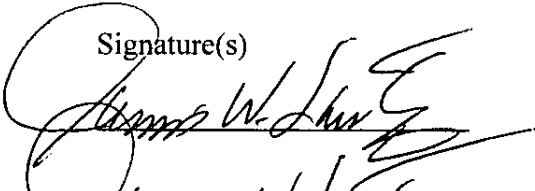
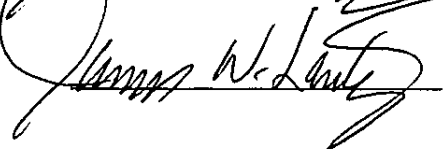
**THIRD:** The attached plan of merger was adopted by each limited liability company that is a party to this merger in accordance with the applicable provisions of Chapter 608 of the Florida Statutes.

**FOURTH:** The attached plan of merger was approved by each limited liability company that is a party to this merger in accordance with the laws of the state of Florida and specifically Chapter 608 of the Florida Statutes.

**FIFTH:** The effective date of the merger shall be the date this document is filed by the Florida Department of State.

**SIXTH:** The survivor's principal office address shall be 11315 Caladium Lane, Palm Beach Gardens, Florida 33418, and its registered agent shall remain Andrew Helgesen, Esq., 11380 Prosperity Farms Road, Suite 201, Palm Beach Gardens, FL 33410.

**SEVENTH:** Signature(s) for Each Party:

<u>Name of Entity</u>	<u>Signature(s)</u>	<u>Printed Name</u>
Lantz Investments, LLC		James W. Lantz
Lantz Retail Investments, LLC		James W. Lantz

FILED  
2012 NOV 14 AM 6:22  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**PLAN OF MERGER**  
**SECTION 608.438, FLORIDA STATUTES**

Lantz Investments, LLC (document number L05000023477) and Lantz Retail Investments, LLC (document number L12000078406), adopt this Plan of Merger this 1<sup>st</sup> day of November, 2012.

**RECITALS:**

- A. Lantz Investments, LLC ("Lantz Investments") was formed on March 9, 2005 and has been conducting business since that date.
- B. Lantz Retail Investments, LLC ("Lantz Retail") was formed June 12, 2012 and commenced business in 2012. Lantz Retail does not have a FEI/EIN number.
- C. The sole member (managing member) of each company has deemed it in the best interest of each company that the two merge.

**AGREEMENT:**

NOW THEREFORE, Lantz Investments and Lantz Retail hereby adopt the following plan of merger:

1. The name of each limited liability company involved in the merger is set forth above. Each company was formed and exists in the State of Florida.

2. The name of the surviving or resulting limited liability company will be Lantz Investments, LLC. The terms and conditions of the merger are as follows:

a. Lantz Investments will assume all of the assets and liabilities of Lantz Retail, including, without limitation, the lease for the business premises of Lantz Retail located at 2525 Military Trail, Unit 107, Jupiter, Florida.

b. Lantz Investments will assume all liabilities and obligations of Lantz Retail under all licenses, permits and regulations concerning the business of Lantz Retail, which is the operation of a self service yogurt business located at 2525 Military Trail, Unit 107, Jupiter, Florida.

c. Lantz Investments will assume all obligations of Lantz Retail under all equipment leases, equipment purchase agreements and assume ownership of all equipment.

d. Lantz Investments will pay all insurance premiums, lease payments and expenses incurred by Lantz Retail.

FILED  
2012 NOV 14 AM 9:22  
CLERK OF STATE  
TALLAHASSEE, FLORIDA

e. The manner and basis of converting the interest of the members of each liability company are as follows: James W. Lantz is the sole member of each company and will remain the sole member of the surviving entity, Lantz Investments, LLC.

f. There will be no payment or other consideration made by Lantz Investments to Lantz Retail or by Lantz Retail to Lantz Investments. The business, affairs and organization of Lantz Investments and Lantz Retail, shall be set forth in the operating agreement for Lantz Investments.

g. The effective date of the merger shall be the date of the filing of the certificate of merger with the Secretary of State of the State of Florida.

3. Pursuant to Section 608.455 and Section 608.4381 of the Florida Statutes, James W. Lantz, as the sole member of each entity hereby waives written notice of any meeting or other action with respect to the approval of this plan of merger. Additionally, James W. Lantz, as the sole member of each entity waives the right to abandon the merger as set forth in Section 608.4381(7) of the Florida Statutes.

IN WITNESS WHEREOF, the undersigned member of Lantz Investments, LLC and Lantz Retail Investments, LLC has executed this plan of merger on the year and day below written.

Lantz Investments, LLC

By: James W. Lantz 11/1/12  
James W. Lantz Date

Lantz Retail Investments, LLC

By: James W. Lantz 11/1/12  
James W. Lantz Date

FILED  
2012 NOV 14 AM 9:22  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA