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EXAMINER

COVER LETTER

TO: Registration Section Division of Corporations		
SUBJECT: Armenia, LLC		
	urviving Party)	
The enclosed Certificate of Merger and feet	(s) are submit	ted for filing.
Please return all correspondence concerning	g this matter to	o:
Todd V. Mackey		
(Contact Person)		
Attorney Todd V. Mackey, P.L.		
(Firm/Company)	<u></u> .	
3160 S. Falkenburg Road		
(Address)		_
Riverview, FL 33578		
(City, State and Zip Code)		_
For further information concerning this mat	ter, please cal	l:
Todd V. Mackey	_at (_813	₎ 849-0065
(Name of Contact Person)		ode and Daytime Telephone Number)
Certified copy (optional) \$30.00		
STREET ADDRESS:	MAI	LING ADDRESS:
Registration Section	Regi	stration Section
Division of Corporations		sion of Corporations
Clifton Building		Box 6327
2661 Executive Center Circle Tallahassee, FL 32301	Talla	hassee, FL 32314

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.

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

<u>Name</u>	<u>Jurisdiction</u>	Form/Entity Type
BIZ-E-FRAME LLC	Florida	LLC L05-10:
ARMENIA, LLC	Florida	LLC (055)
SECOND: The exact name, as follows:	form/entity type, and jurisdi	iction of the surviving party are
Name	<u>Jurisdiction</u>	Form/Entity Type
ARMENIA. LLC	Florida	HC

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:
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 entitles 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:

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.

NINTH: Signature(s) for Each Party:

Name of Entity/Organization:

Signature(s)

Typed or Printed Name of Individual

Armenia, LLC

Biz-E-Frame LLC

Manager

Authorized Representative

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

PLAN OF MERGER

FIRST: The exact name, form, follows:	entity type, and jurisdiction f	or each merging party are as
Name	<u>Jurisdiction</u>	Form/Entity Type
Armenia, LLC	Florida	LLC B
Biz-E-Frame LLC	Florida	LLC TO TO
SECOND: The exact name, for as follows:	rm/entity type, and jurisdiction	on of the <u>surviving</u> party are
<u>Name</u>	<u>Jurisdiction</u>	Form/Entity Type
Armenia, LLC	Florida	LLC
THIRD: The terms and conditi	ons of the merger are as follo	ows:
Armenia, LLC absorbs a	ny and all assets, or op	erations, if any,
from the absorbed Biz-E	-Frame LLC.	
	1 170	

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:
Assumtion of operations by surviving entity of Biz-E-Frame LLC, if any,
in exchange for surrender of all former membership interest of the
member(s) of Biz-E-Frame LLC. Value of interest, if any, calculated at
book value on cash basis.
PR 10
(Attach additional sheet if necessary)
B. The manner and basis of converting <u>rights to acquire</u> the interests, shares, obligations or other securities of each merged party into <u>rights to acquire</u> the interests, shares, obligations or others securities of the survivor, in whole or in part, into cash or other property is as follows:
Absorbed entity has no rights to aqcuire interest in absorbing party Armenia, LLC.

(Attach additional sheet if necessary)

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