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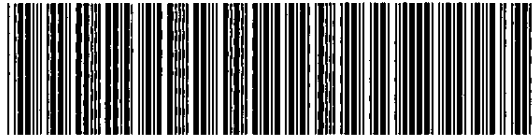
(Business Entity Name)

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09 SEP 30 PM 3:25  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

N. C. 2009 SEP 30 2009

LAW OFFICES OF  
**GOULD COOKSEY FENNELL, P.A.**

JOHN R. GOULD (1921-1988)  
DARRELL FENNELL (1937-2004)  
BYRON T. COOKSEY  
EUGENE J. O'NEILL\*  
CHRISTOPHER H. MARINE  
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TODD W. FENNELL, LL.M.

979 BEACHLAND BOULEVARD  
VERO BEACH, FLORIDA 32963  
TELEPHONE: (772) 231-1100  
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BRIAN J. CONNELLY  
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CHRISTOPHER K. PEGG, LL.M.  
ANTHONY P. GUETTNER, LL.M.

\*FL. BOARD CERTIFIED  
CIVIL TRIAL, BUSINESS LITIGATION  
AND CONSTRUCTION LAW

\*\*FL. BOARD CERTIFIED  
WILLS, TRUSTS AND ESTATES

September 3, 2009

**VIA FEDERAL EXPRESS**

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

***Re: WHITE GLOVE STORAGE & DELIVERY OF MIAMI, LLC  
Merger into WHITE GLOVE HOLDINGS OF MIAMI, LLC***

Ladies and Gentlemen:


The enclosed Articles of Merger with attached Plan of Merger, and our check in the amount of \$80.00 representing fees, are submitted to merge White Glove Storage & Delivery of Miami, LLC and White Glove Holdings of Miami, LLC, with White Glove Holdings of Miami, LLC, being the surviving entity, in accordance with s. 608.4382, F.S.

Please return all correspondence concerning this matter and certified copy to:

Sandra G. Rennick, Attorney at Law  
979 Beachland Blvd.  
Vero Beach, FL 32963

For further information concerning this matter, please call my legal assistant, Judy Kay, at 772-231-1100.

Very truly yours,



Sandra G. Rennick  
SGR:jk  
Enclosures  
cc: Phil DeLange



FLORIDA DEPARTMENT OF STATE  
Division of Corporations

September 11, 2009

GOULD COOKSEY FENNELL, P.A.  
979 BEACHLAND BOULEVARD  
VERO BEACH, FL 32963

SUBJECT: WHITE GLOVE HOLDINGS OF MIAMI, LLC  
Ref. Number: L05000063924

We have received your document for WHITE GLOVE HOLDINGS OF MIAMI, LLC and your check(s) totaling \$80.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The effective date must be specific and cannot be prior to the date of filing.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6067.

Neysa Culligan  
Regulatory Specialist II

Letter Number: 209A00030083

FILED

**ARTICLES OF MERGER**

09 SEP 30 PM 3: 25

Pursuant to Florida Statute Section 608.4382, the parties who are signatories to this Agreement wish to adopt a plan of merger. In support of such plan, the parties state the following:

**ARTICLE I**

**Merging Party**

The name, street address of its principal office, jurisdiction, and entity type of the merging party is as follows:

<u>Name and Street Address</u>	<u>Jurisdiction</u>	<u>Entity Type</u>
White Glove Storage & Delivery Of Miami, LLC 3970 US Highway 1, #1 Vero Beach, FL 32960	Florida  L05-58565	Limited Liability Company

**ARTICLE II**

**Surviving Entity**

The name, street address of its principal office, jurisdiction, and entity type of the surviving party is as follows:

<u>Name and Street Address</u>	<u>Jurisdiction</u>	<u>Entity Type</u>
White Glove Holdings of Miami, LLC 3970 US Highway 1, #1 Vero Beach, FL 32960	Florida	Limited Liability Company

Florida Document/Registration Number: L05000063924; FEI Number: 20-3192809

**ARTICLE III**

**Approval**

The attached Plan of Merger meets the requirements of Florida Statute Section 608.438 and was approved by the sole member and manager of the domestic limited liability company that is a party to the merger in accordance with Florida Statute Chapter 608.

The attached Plan of Merger was approved by the sole member and manager of the other business entity that is a party to the merger in accordance with the respective laws of the applicable jurisdiction, Florida.

#### **ARTICLE IV**

##### **Consent**

The surviving entity has obtained the written consent of each Member that as a result of the merger is now a Member of the surviving entity pursuant to Florida Statute **Section 608.4381(2)**.

#### **ARTICLE V**

##### **Authorization**

The merger is permitted under the respective laws of all applicable jurisdictions and is not prohibited by the Operating Agreement or articles of organization of any limited liability company that is a party to the merger.

#### **ARTICLE VI**

##### **Effective Date**

The merger shall become effective upon the date of filing.

#### **ARTICLE VII**

##### **Compliance with Laws**

The Articles of Merger comply and were executed in accordance with the laws of each party's applicable jurisdiction.

IN WITNESS WHEREOF, the parties hereunto set their hands to these Articles of Merger, the 28<sup>th</sup> day of SEPTEMBER, 2009.

WHITE GLOVE STORAGE & DELIVERY OF MIAMI, LLC,  
a Florida limited liability company, Merging Entity


By: White Glove Management, LLC, a Florida limited liability  
company, its Manager

By:   
Phillip R. DeLange, Manager

By: PDDL Holdings, LLC, a Florida limited liability company,  
Its Member

By:   
Phillip R. DeLange, Manager

By: White Glove Partners II, Inc., a Florida corporation  
Its Member

By:   
Donna Reid, President

WHITE GLOVE HOLDINGS OF MIAMI, LLC,  
a Florida limited liability Company, Surviving Entity

By: PDDL HOLDINGS, LLC, a Florida limited liability company,  
its Manager and Member

By:   
Phillip R. DeLange, Manager

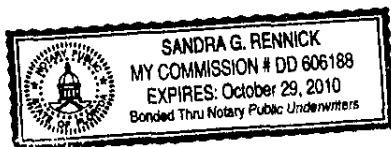
By: WHITE GLOVE PARTNERS II, INC., a Florida corporation  
Its Member

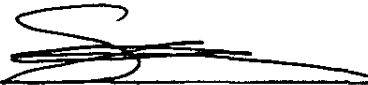
By:   
Donna Reid, President

STATE OF FLORIDA  
COUNTY OF INDIAN RIVER

Before me, the undersigned authority, personally appeared Phillip R. DeLange to me known to be the individual described in and who executed the foregoing Plan of Merger and he acknowledged before me that he executed the same for the purposes therein expressed.

IN WITNESS WHEREOF, I have hereunto affixed my hand and official seal at said County and State aforesaid, this 28<sup>th</sup> day of SEPTEMBER, 2009.

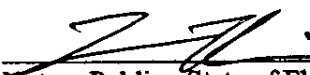


  
Notary Public, State of FLORIDA at Large.  
My commission expires:

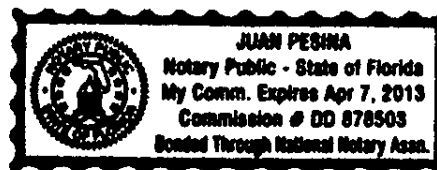
STATE OF FLORIDA  
COUNTY OF ~~DADE~~ *Monroe*.  
*J.P.*

Before me, the undersigned authority, personally appeared Donna Reid to me known to be the individual described in and who executed the foregoing Plan of Merger and she acknowledged before me that she executed the same for the purposes therein expressed.

IN WITNESS WHEREOF, I have hereunto affixed my hand and official seal at said County and State aforesaid, this 25 day of September, 2009.

  
Notary Public, State of Florida at Large.  
My commission expires: *Apr 7, 2013*

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## **PLAN OF MERGER**

Pursuant to Florida Statute **Section 608.438**, the following plan of merger, which was adopted and approved by each party to the merger in accordance with Florida Statute **Section 608.4381**, is being submitted by the parties who are signatories to this document.

1. The parties to this Merger are as follows:

Merging Party: White Glove Storage & Delivery of Miami, LLC, a Florida limited liability company, whose principal office is located at 3970 US Highway 1, #1, Vero Beach, FL 32960.

Surviving Party: White Glove Holdings of Miami, LLC, a Florida limited liability company, whose principal office is located at 3970 US Highway 1, #1, Vero Beach, FL 32960.

2. The Members and Manager of each of the parties have unanimously approved this plan of merger, as evidenced by the Written Action of the Members and Manager of each party.

3. The terms and conditions of the merger are as follows:

Each Member of White Glove Storage & Delivery of Miami, LLC, a Florida limited liability company, is also a Member of White Glove Holdings of Miami, LLC, a Florida limited liability company. All property owned by White Glove Storage & Delivery of Miami, LLC, a Florida limited liability company, shall be transferred to White Glove Holdings of Miami, LLC, a Florida limited liability company. The rights and liabilities of the Members of White Glove Storage & Delivery of Miami LLC, a Florida limited liability company, are the same rights and liabilities of the Members of White Glove Holdings of Miami, LLC, a Florida limited liability company.

4. 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 member of White Glove Storage & Delivery of Miami, LLC, a Florida limited liability company, shall be a member of White Glove Holdings of Miami, LLC, a Florida limited liability company. Each unit of White Glove Storage & Delivery of Miami, LLC, a Florida limited liability company, shall be transferred and exchanged for an equal unit in White Glove Holdings of Miami, LLC, a Florida limited liability company. All property of White Glove Storage & Delivery of Miami, LLC, a Florida limited liability company, shall be transferred to White Glove Holdings of Miami, LLC, a Florida limited liability company. Each member of White Glove Holdings of Miami, LLC, a Florida limited liability company, shall have the same rights, obligations and ownership shares as that member had in White Glove Storage & Delivery of Miami, LLC, a Florida limited liability company.



5. The manner and basis of converting rights to acquire interests, shares, obligations or other securities of each merged party into rights to acquire interests, shares, obligations or other securities of the surviving entity, in whole or in part, into cash or other property are as follows:

Neither White Glove Storage & Delivery of Miami, LLC, a Florida limited liability company, nor White Glove Holdings of Miami, LLC, a Florida limited liability company, has any rights to acquire shares or obligations other than existing units. Thus, there will be no rights to acquire in either LLC and this paragraph is inapplicable.

6. If a limited liability company is the surviving entity and it is to be managed by one or more managers, the name(s) and address(es) of the manager(s) are as follows:

PDDL Holdings, LLC, Phillip R. DeLange, Manager, 3970 U.S. Hwy 1, Vero Beach, FL 32960.

7. 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: no additional statements are required under the laws of the jurisdiction of Florida. Further, no additional statements are required in order to complete this merger.

WHITE GLOVE STORAGE & DELIVERY OF MIAMI, LLC,  
a Florida limited liability company, Merging Entity


By: White Glove Management, LLC, a Florida limited liability company  
Its Manager

By:   
Phillip R. DeLange, Manager

By: PDDL Holdings, LLC, a Florida limited liability Company,  
Its Member

By:   
Phillip R. DeLange, Manager

By: White Glove Partners II, Inc., a Florida corporation  
Its Member

By:   
Donna Reid, President

WHITE GLOVE HOLDINGS OF MIAMI, LLC,  
a Florida limited liability Company, Surviving Entity

By: PDDL HOLDINGS, LLC, a Florida limited liability company,  
its Manager and Member

By: [Signature]  
Phillip R. DeLange, Manager

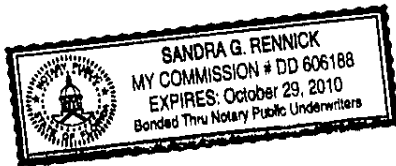
By: WHITE GLOVE PARTNERS II, INC., a Florida corporation  
Its Member

By: [Signature]  
Donna Reid, President

STATE OF FLORIDA  
COUNTY OF INDIAN RIVER

Before me, the undersigned authority, personally appeared Phillip R. DeLange to me known to be the individual described in and who executed the foregoing Plan of Merger and he acknowledged before me that he executed the same for the purposes therein expressed.

IN WITNESS WHEREOF, I have hereunto affixed my hand and official seal at said County and State aforesaid, this 29<sup>th</sup> day of SEPTEMBER, 2009.



[Signature]  
Notary Public, State of Florida at Large.  
My commission expires:

FILED  
09 SEP 30 PM 3:25  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

STATE OF FLORIDA  
COUNTY OF ~~DADE~~ Monroe  
J.P.

Before me, the undersigned authority, personally appeared Donna Reid to me known to be the individual described in and who executed the foregoing Plan of Merger and she acknowledged before me that she executed the same for the purposes therein expressed.

IN WITNESS WHEREOF, I have hereunto affixed my hand and official seal at said County and State aforesaid, this 25 day of September, 2009.

[Signature]  
Notary Public, State of Florida at Large.  
My commission expires: Apr 7, 2013

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