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Florida Department of State
Division of Corporations
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To:
Division of Corporations
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From:
Account Name : GASSMAN & ASSOCIATES, P.A.
Account Number : 075350000514
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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MERGER OR SHARE EXCHANGE

ST. PATRICK'S MONROE, L.L.C.

Certificate of Status	0
Certified Copy	0
Page Count	06
Estimated Charge	\$105.00

50.00

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DIVISION OF CORPORATIONS

Audit Fax #
H06000209582.3Certificate of Merger
For
Florida Limited Liability CompanyFILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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>
ST. PATRICK'S MONROE LLP	FLORIDA	limited liability partnership

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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>
ST. PATRICK'S MONROE, L.L.C.	FLORIDA	limited liability company

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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.

1 of 6

Audit Fax # H06000209582.3

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PAGE 03

Audit Fax #
H06000209582 3

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.) List the following street and mailing address of an office, which the Florida Department of State may use for the purposes of s. 48.181, P.S., are as follows:

Street address: _____

Mailing address: _____



2 of 6

Audit Fax # H06000209582 3

Audit Fax #
H06000209582 3

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:
ST. PATRICK'S MONROE LLP		Alan S. Gassman, Authorized Rep.
ST. PATRICK'S MONROE, L.L.C.		Alan S. Gassman, Authorized Rep.

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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Audit Fax # H06000209582 3

Audit Fax #
H06000209582 3

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>
ST. PATRICK'S MONROE LLP	FLORIDA	limited liability partnership

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>
ST. PATRICK'S MONROE, L.L.C.	FLORIDA	limited liability company

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

The ownership of ST. PATRICK'S MONROE LLP is being transferred by the Owner or Owners, in exchange for identical ownership in ST. PATRICK'S MONROE, L.L.C.

(Attach additional sheet if necessary)

Audit Fax # H06000209582 3

Audit Fax #
H060002095823

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:

All ownership in ST. PATRICK'S MONROE LLP is being
exchanged for all ownership in ST. PATRICK'S MONROE, L.L.C.

(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:

N/A

(Attach additional sheet if necessary)

Audit Fax # H060002095823

Audit Fax #
H06000209582 3

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

N/A

(Attach additional sheet if necessary)

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

N/A

(Attach additional sheet if necessary)

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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