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2005 DEC -5 PM 3:32  
TALLAHASSEE, FLORIDA

J. BRYAN DEC 12 2005

## ARTICLES OF MERGER

The following articles of merger are being submitted in accordance with section 608.4382, Florida Statutes.

**FIRST:** The exact name, street address of its principal office, jurisdiction, and entity type for each merging party are as follows:

<u>Name and Street Address</u>	<u>Jurisdiction</u>	<u>Entity Type</u>
World, L.L.C. 5151 Bonney Rd #107 Virginia Beach, VA 23462	Commonwealth of Virginia	Limited Liability Company

Virginia Registration Number: S077146-1

FEIN: 61-1415346

**SECOND:** The exact name, street address of its principal office, jurisdiction, and entity type of the surviving party are as follows:

<u>Name and Street Address</u>	<u>Jurisdiction</u>	<u>Entity Type</u>
World LLC 3493 Rockcliff Place Longwood, Florida 32779	State of Florida	Limited Liability Company

Florida Registration Number. L05000105588 FEIN: 61-1415346

**THIRD:** The attached Plan of Merger meets the requirements of section 608.438, Florida Statutes, and was approved by each domestic limited liability company that is a party to the merger in accordance with Chapter 608, Florida Statutes.

**FOURTH:** The attached Plan of Merger was approved by the Virginia limited liability company that is party to the merger in accordance with the respective laws of the Commonwealth of Virginia.

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

**SIXTH:** The merger shall become effective as of the date the Articles of Merger are filed with the Florida Department of State.

**SEVENTH:** The Articles of Merger comply and were executed in accordance with the laws of each party's applicable jurisdictions.

**EIGHTH:** Signatures for each party:

Name of Entity

Signature

Name of Individual

World, L.L.C.

Roger D. Slaalien, Member

World LLC

Roger D. Slaalien, Member

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*Roger D. Slaalien*

*Roger D. Slaalien, Member*

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## PLAN OF MERGER

The following plan of merger, which was adopted and approved by each party to the merger in accordance with section 608.4381, is being submitted in accordance with section 608.438, Florida Statutes.

**FIRST:** The exact name and jurisdiction of each merging party are as follows:

<u>Name:</u>	<u>Jurisdiction</u>
World, L.L.C.	Commonwealth of Virginia

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

<u>Name</u>	<u>Jurisdiction</u>
World LLC	State of Florida

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

Each one percentage membership interest in World, L.L.C., a Virginia limited liability company owned by such members shall be converted into one fully paid and nonassessable percentage interest in World LLC, a Florida limited liability company.

**FOURTH:**

A. The manner and basis of converting the interests of each merged party into the interests of the surviving entity, in whole or in part, into cash or other property are as follows:

Each one percentage membership interest in World, L.L.C., a Virginia limited liability company owned by such members shall be converted into one fully paid and nonassessable percentage interest in World LLC, a Florida limited liability company.

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

There are no outstanding rights to acquire membership interests in World, L.L.C., a Virginia limited liability company.

**FIFTH:** The names and addresses of the managing members are as follows:

<u>Names</u>	<u>Addresses</u>
Roger D. Slaalien	3493 Rockcliff Place, Longwood, Florida 32779
Noreen Slaalien	3493 Rockcliff Place, Longwood, Florida 32779

**SIXTH:** No additional statements are required by the laws of the jurisdiction under which the Non-Florida limited liability company that is party to the merger is organized.

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JULIA H. SEELY, CLERK  
STATE OF FLORIDA