

L05000120816

Florida Department of State  
Division of Corporations  
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TALLAHASSEE, FLORIDA

## MERGER OR SHARE EXCHANGE

## CYPRESS SS LLC

Certificate of Status	1
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## ARTICLES OF MERGER

The following articles of merger are being submitted in accordance with section(s) 607.1109, 608.4382, and/or 620.203, Florida Statutes.

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

Name and Street Address

Jurisdiction

Entity Type

1. Cypress SS, Inc..  
8135 LAKE WORTH RD  
Suite B  
LAKE WORTH FL 33467

Florida

Corporation

Florida Document/Registration Number: P04000101538

FEI Number: 760762542

2. \_\_\_\_\_

Florida Document/Registration Number: \_\_\_\_\_

FEI Number: \_\_\_\_\_

3. \_\_\_\_\_

Florida Document/Registration Number: \_\_\_\_\_

FEI Number: \_\_\_\_\_

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

Name and Street Address

Jurisdiction

Entity Type

CYPRESS SS LLC  
8135 LAKE WORTH RD  
STE B  
LAKE WORTH FL 33467

Florida

Limited Liability Company

Florida Document/Registration Number: 105000120816

FEI Number: Applied For

**THIRD:** The attached Plan of Merger meets the requirements of section(s) 607.1108, 608.438, 617.1103, and/or 620.201, Florida Statutes, and was approved by each domestic corporation, limited liability company, partnership and/or limited partnership that is a party to the merger in accordance with Chapter(s) 607, 617, 608, and/or 620, Florida Statutes.

**FOURTH:** If applicable, the attached Plan of Merger was approved by the other business entity(ies) that is/are party(ies) to the merger in accordance with the respective laws of all applicable jurisdictions.

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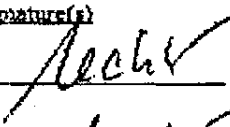
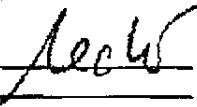
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**FIFTH:** The merger is permitted under the respective laws of all applicable jurisdictions and is not prohibited by the agreement of any partnership or limited partnership or the operating agreement or articles of organization of any limited liability 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 Florida Department of State.

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

**EIGHTH: SIGNATURE(S) FOR EACH PARTY**

<u>Name of Entity</u>	<u>Signature(s)</u>	<u>Typed or Printed Name of Individual</u>
<u>Cypress SS, Inc.</u>	<u></u>	<u>Jeffrey Pechter, President</u>
<u>Cypress SS LLC</u>	<u></u>	<u>Jeffrey Pechter, Manager</u>

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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(s) 607.1107, 617.1103, 608.4381, and/or 620.202, is being submitted in accordance with section(s) 607.1108, 608.438, and/or 620.201, Florida Statutes.

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

<u>Name:</u>	<u>Jurisdiction</u>
Cypress SS, Inc	Florida

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

<u>Name:</u>	<u>Jurisdiction</u>
CYPRESS SS LLC	Florida

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

<u>Name:</u>	<u># of Shares</u>	<u>Membership Interest</u>
JSP CP, LLC	99	99%

Jeffrey Pechter	1	1%
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**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 other securities of the survivor, in whole or in part, into cash or other property are as follows:

The shares in the merging party corporation shall become membership interests in the surviving party, as more particularly set forth in Paragraph THIRD, above. Each shareholder shall be given membership interests in the surviving party equivalent to the number of shares it held in the merging entity.

B. 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:

N/A

**FIFTH:** If a partnership or limited partnership is the surviving entity, the name(s) and address(es) of the general partner(s) are as follows:

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Name(s) and Address(es) of General Partner(s)  
N/A

If General Partner is a Non-Individual,  
Florida Document/Registration Number

**SIXTH:** If a limited liability company is the surviving entity the name(s) and address(es) of the manager(s)/managing members are as follows:

Jeffrey Pechter

Manager/Member

8135 LAKE WORTH RD  
STE B  
LAKE WORTH FL 33467

**SEVENTH:** 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:

N/A

**EIGHTH:** Other provisions, if any, relating to the merger:

N/A

*(Attach additional sheet(s) if necessary)*

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