

L05000120816

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

8/1/13

**BARITZ & COLMAN LLP**

Attorneys at Law

1075 Broken Sound Parkway, NW

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Boca Raton, Florida 33487

561.864.5100

Facsimile: 561.864.5101

OFFICES IN FLORIDA,  
MARYLAND & NEW YORK

July 30, 2013

**VIA OVERNIGHT MAIL**

Florida Secretary of State

Division of Corporations

2661 Executive Center Circle

Tallahassee, Florida 32314

ATTENTION: Brenda Tadlock, Bureau Chief

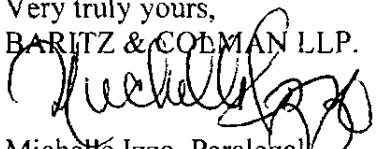
**Re: Document no. L99000008740 Cypress Self Storage, L.L.C.  
Document no. L05000120816 Cypress SS LLC**

Dear Ms. Tadlock:

Enclosed please find two filings of Certificate of Merger for Florida limited liability company; together with two filing fees checks in the amount of \$80.00 (filing and certified copy cost). Please file the Certificates on August 1, 2013 and return certified copies to our office.

I have enclosed a federal express return envelope for return of the filed documents. If there are any questions on these filings please call me at 561-864-5100. Thank you for your assistance.

Very truly yours,  
BARITZ & COLMAN LLP.

  
Michelle Izzo, Paralegal

enclosures

**COVER LETTER**

**TO:** Amendment Section  
Division of Corporations

**SUBJECT:** Cypress SS LLC

Name of Surviving Party

The enclosed Certificate of Merger and fee(s) are submitted for filing.

Please return all correspondence concerning this matter to:

**Michelle Izzo**

Contact Person

**Baritz & Colman LLP**

Firm/Company

**1075 Broken Sound Parkway NW #102**

Address

**Boca Raton, Florida 33487**

City, State and Zip Code

**lsteinberg@mindfulproperties.com**

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

**Michelle Izzo** at ( **561** ) **864-5100**

Name of Contact Person

Area Code and Daytime Telephone Number



Certified copy (optional) \$30.00

**STREET ADDRESS:**

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

**MAILING ADDRESS:**

Amendment Section  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314

**Certificate of Merger  
For  
Florida Limited Liability Company**

**FILED**

13 AUG -1 PM 1:25

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>
Cypress SS LLC	Florida	LLC
Cypress SS LLC	Delaware	LLC

**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>
Cypress SS LLC	Delaware	LLC

**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:

**Effective Date of Merger is August 1, 2013 at 3:00 P.M.**

**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:

**C/O BDIA Compliance Solutions, LLC**

**1201 N. Orange Street #729**

**Wilimngton, Delaware 19801**

**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: **1075 Broken Sound Parkway NW #102**

**Boca Raton, Florida 334897**

Mailing address: **same**

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:
Cypress SS LLC		Jeffrey Pechter
Cypress SS LLC		Jeffrey Pechter

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

<b><u>Fees:</u></b> 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

<b><u>Certified Copy (optional):</u></b>	\$30.00
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## 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>
Cypress SS LLC	Florida	LLC
Cypress SS LLC	Delaware	LLC

**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>
Cypress SS LLC	Delaware	LLC

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

The Florida entity shall be merged into the Delaware Entity.

Upon completion of the merger the Florida entity will cease to exist.

The membership interests in the Florida entity will be converted to membership interests in the Delaware entity.

*(Attach additional sheet if necessary)*

**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:

On the effective date of the merger, each member in the Florida LLC shall  
exchange their respective membership interests for the exact same  
membership interests in the new Delaware entity.

*(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)*



**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:

The effective date of this merger shall be the earlier to occur of  
August 1, 2013 @ 3:00 P.M.

*(Attach additional sheet if necessary)*