

LD6000019545

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐

PICK-UP

☐

WAIT

☐

MAIL

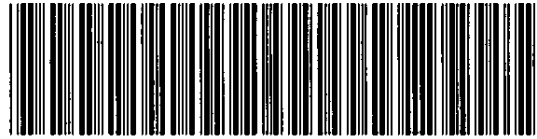
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



000269838580

FILED STATE
SECRETARY OF CORPORATIONS
2015 MAR 31 AM 8:49
RECEIVED
DEPARTMENT OF STATE
15 MAR 31 PM 1:50

merger/cc
@ 4.16.15

CORPORATION SERVICE COMPANY
1201 Hays Street
Tallahassee, FL 32301
Phone: 850-558-1500

ACCOUNT NO. : I20000000195

REFERENCE : 569966 7788239

AUTHORIZATION :

COST LIMIT : \$90.00

[Handwritten Signature]

ORDER DATE : March 30, 2015

ORDER TIME : 10:52 AM

ORDER NO. : 569966-005

CUSTOMER NO: 7788239

ARTICLES OF MERGER

PORTS AMERICA TAMPA, LLC

INTO

PORTS AMERICA GULFPORT, INC.

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY

CONTACT PERSON: Courtney Williams

EXAMINER'S INITIALS:

[Handwritten Initials: 10]

COVER LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: Ports America Gulfport, Inc.

Name of Surviving Party

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

Please return all correspondence concerning this matter to:

Ray McQuiston, General Counsel

Contact Person

Ports America

Firm/Company

525 Washington Blvd., 16th Floor

Address

Jersey City, NJ 07310

City, State and Zip Code

ray.mcquiston@portsamerica.com

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

For further information concerning this matter, please call:

Tara Pellicori

at (215) 656-2462

Name of Contact Person

Area Code

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



FLORIDA DEPARTMENT OF STATE
Division of Corporations

April 1, 2015

CORPORATION SERVICE COMPANY
% COURTNEY WILLIAMS
1201 HAYS STREET
TALLAHASSEE, FL 32301

RESUBMIT
Please give original
submission date as file date.

SUBJECT: PORTS AMERICA TAMPA, LLC
Ref. Number: L06000019545

We have received your document for PORTS AMERICA TAMPA, LLC. However, the document has not been filed and is being returned for the following:

As a condition of a merger, pursuant to s.605.0212(8), Florida Statutes, each party to the merger must be active and current in filing its annual reports with the Department of State through December 31 of the calendar year in which the articles of merger are submitted for 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) 245-6050.

Irene Albritton
Regulatory Specialist II

Letter Number: 515A00006443

15 APR 15 AM 10:47

RECEIVED

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

The following Certificate of Merger is submitted to merge the following Florida Limited Liability Company(ies) in accordance with s. 605.1025, 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>
Ports America Tampa, LLC	Florida	limited liability company
Ports America Gulfport, Inc.	Louisiana	corporation

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>
Ports America Gulfport, Inc.	Louisiana	corporation

THIRD: The 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, 605, 617, and/or 620, Florida Statutes.

FILED STATE
SECRETARY OF CORPORATIONS
2015 MAR 31 AM 8:49

FOURTH: Please check one of the boxes that apply to surviving entity:

This entity exists before the merger and is a domestic filing entity, the amendment, if any to its public organic record are attached.

This entity is created by the merger and is a domestic filing entity, the public organic record is attached.

This entity is created by the merger and is a domestic limited liability partnership or a domestic limited liability partnership, its statement of qualification is attached.

This entity is a foreign entity that does not have a certificate of authority to transact business in this state. The mailing address to which the department may send any process served pursuant to s. 605.0117 and Chapter 48, Florida Statutes is:

Ports America

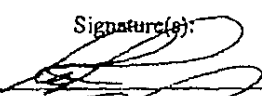

525 Washington Blvd., 16th Floor Attn: Office of General Counsel

Jersey City, NJ 07310

FIFTH: This entity agrees to pay any members with appraisal rights the amount, to which members are entitled under ss.605.1006 and 605.1061-605.1072, F.S.

SIXTH: If other than the date of filing, the delayed 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:

SEVENTH: Signature(s) for Each Party:

Name of Entity/Organization:	Signature(s):	Typed or Printed Name of Individual:
Ports America Tampa, LLC		Rob Ryan, Treasurer
Ports America Gulfport, Inc.		Rob Ryan, Treasurer

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 an authorized person

<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
Certified Copy (optional):	\$30.00