

Wp0000025561

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP ☐ WAIT ☐ MAIL

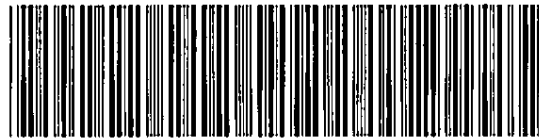
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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12/11/17--01005--019 ♦♦80.00

17 DEC 11 PM 1:05

merger
R. WHITE
DEC 12 2017

FILED
17 DEC 11 AM 9:36
STREET 1000
TALLAHASSEE FL 32304

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

RIBOT LLC

Signature _____

Requested by: BA

12/11/17

Name _____

Date _____

Time _____

Walk-In _____

Will Pick Up _____

- _____ Art of Inc. File _____
- _____ LTD Partnership File _____
- _____ Foreign Corp. File _____
- _____ L.C. File _____
- _____ Fictitious Name File _____
- _____ Trade/Service Mark _____
- ☒ _____ Merger File _____
- _____ Art. of Amend. File _____
- _____ RA Resignation _____
- _____ Dissolution / Withdrawal _____
- _____ Annual Report / Reinstatement _____
- ☒ _____ Cert. Copy _____
- _____ Photo Copy _____
- _____ Certificate of Good Standing _____
- _____ Certificate of Status _____
- _____ Certificate of Fictitious Name _____
- _____ Corp Record Search _____
- _____ Officer Search _____
- _____ Fictitious Search _____
- _____ Fictitious Owner Search _____
- _____ Vehicle Search _____
- _____ Driving Record _____
- _____ UCC 1 or 3 File _____
- _____ UCC 11 Search _____
- _____ UCC 11 Retrieval _____
- _____ Courier _____

FILED
17 DEC 11 AM 9:36
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF MERGER

The following articles of merger is submitted to merge the following Florida Limited Liability Companies in accordance with section 605.1025, Florida Statutes.

FIRST

The exact name, form/entity type, and jurisdiction for each merging party are as follows:

RIBOT LLC	Florida - L06000025561	LLC
NEARCO LLC	Florida - L06000025556	LLC

SECOND

The exact name, form/entity type, and jurisdiction of the surviving party are as follows:

RIBOT LLC	Florida - L06000025561	LLC
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THIRD

The merger was approved by each domestic merging entity that is a limited liability company in accordance with sections 605.1021-605.1026; by each member of such limited liability company who as a result of the merger will have interest holder liability under section 605.1023(1)(b).

FOURTH

The surviving entity exists before the merger and is a domestic filing entity. No amendment to its public organic record was approved as part of the plan of merger.

FIFTH

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

Arturo J. Aballi
One S.E. Third Ave., Suite 2250
Miami, Florida 33131
Tel: (305) 373-6600
Florida Bar # 166383

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:

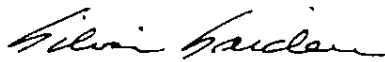
SEVENTH


Counterparts / Facsimile Signatures. This Statement may be executed in any number of counterparts each of which shall be deemed to be an original, and all of which together shall be deemed to be one and the same instrument (including by means of facsimile and electronic portable document format (PDF)), each of which shall be deemed an original, but all of which together shall constitute one and the same instrument.

SIGNATURES FOR EACH LLC

RIBOT LLC

NEARCO LLC

By: 
Name: Silvia Saiden de Navarro
Title: Manager

By: 
Name: Silvia Saiden de Navarro
Title: Manager

Arturo J. Aballi
One S.E. Third Ave., Suite 2250
Miami, Florida 33131
Tel: (305) 373-6600
Florida Bar # 166383

PLAN AND AGREEMENT OF MERGER

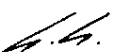
THIS PLAN AND AGREEMENT OF MERGER (the "Plan") in accordance with Florida Statutes §605.1022 and dated as of this 8 day of December, 2017 is between RIBOT, LLC, a Florida limited liability company (the "Company" or the "Surviving Entity") and NEARCO, LLC, a Florida limited liability company ("Nearco"), who each waive all requirements of notice and meeting.

WHEREAS, the Sole Member of the Company is also the Sole Member of Nearco, (the "Member"); and

WHEREAS, the Member believes it is in the best interest of both companies that Nearco merge into the Company;

NOW THEREFORE, the Company and Nearco hereby accept the Plan, which is as follows:

- (a) The merging entity is Nearco, LLC, a Florida limited liability company.
- (b) The surviving entity is Ribot, LLC, a Florida limited liability company.
- (c) All of the membership interests in Nearco, LLC, shall automatically be cancelled and converted into an ownership interest of equal value in the Surviving Entity.
- (d) The Surviving Entity exists before the merger and no amendments or restatements of its public organic record, nor any amendments or restatements of its private organic rules will be necessary.
- (e) This plan and agreement may be executed in any number of counterparts and by the parties to it on separate counterparts, each of which when so executed and delivered shall be an original, but all the counterparts shall together constitute one, and the same instrument may



be executed and returned by means of facsimile and electronic portable document format (PDF), each of which shall be deemed an original.

APPROVAL OF SOLE MEMBER

RIBOT, LLC/NEARCO, LLC.

By: 

SILVIA SAIDEN DE NAVARRO