

L0600000 25570

(Requestor's Name)

(Address)

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(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

(Business Entity Name)

(Document Number)

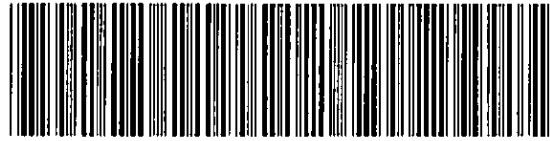
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Special Instructions to Filing Officer:

Walk In

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DEC 21 2017

*Morgan*

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17 DEC 20 PM 12:02

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17 DEC 20 AM 9:35  
SECRETARY OF STATE  
ALLAHBIEF TROMB

## CAPITAL CONNECTION, INC.

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

AFFIRMED LLC

\_\_\_\_ 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 \_\_\_\_\_

Signature \_\_\_\_\_

Requested by: BA

12/20/17

Name \_\_\_\_\_

Date \_\_\_\_\_

Time \_\_\_\_\_

Walk-In \_\_\_\_\_

Will Pick Up \_\_\_\_\_

## 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:

ALYDAR LLC	Florida - L06000025567 ✓	LLC
AFFIRMED LLC	Florida - L06000025570	LLC

### SECOND

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

AFFIRMED LLC	Florida - L06000025570 ✓	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, if any 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

FILED  
7 DEC 20 AM 9:31  
CLERK OF STATE  
TALLAHASSEE, FLORIDA

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:

December 31, 2017

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

ALYDAR LLC

AFFIRMED LLC

By: *Silvia Saiden*  
Name: Silvia Saiden de Navarro  
Title: Manager

By: *Silvia Saiden*  
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 10<sup>th</sup> day of December, 2017 is between AFFIRMED, LLC, a Florida limited liability company (the "Company" or the "Surviving Entity") and ALYDAR, LLC, a Florida limited liability company ("Alydar"), who each waive all requirements of notice and meeting.

WHEREAS, OCALA CV, a Dutch limited partnership owns 95% of the membership interests of both the Surviving Entity and Alydar;

WHEREAS, RIBOT, LLC, a Florida limited liability company owns 5% of the membership interests of the Surviving Entity;

WHEREAS, NEARCO, LLC, a Florida limited liability company owns 5% of the membership interests of Alydar;

WHEREAS, both RIBOT, LLC, and NEARCO, LLC, are both owned by the same Sole Member;

WHEREAS, OCALA CV, RIBOT, LLC, and NEARCO, LLC, believe it is in the best interest of both companies that Nearco merge into the Company;

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


- (a) The merging entity is Alydar, LLC, a Florida limited liability company.
- (b) The surviving entity is Affirmed, LLC, a Florida limited liability company.
- (c) All of the membership interests in Alydar, 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.

(c) 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 MEMBERS**

OCALA CV

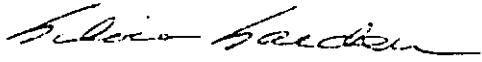
By: Ocala General LLC

By:   
Print Name: Silvia Saiden de Navarro  
Print Title: Manager

RIBOT, LLC

By:   
SILVIA SAIDEN DE NAVARRO, Sole  
Member

NEARCO, LLC.

By:   
SILVIA SAIDEN DE NAVARRO, Sole  
Member