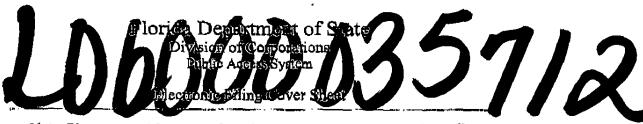
Division of Corporations

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MERGER OR SHARE EXCHANGE TC 17th Street Investors, LLC

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3/13/2007

ARTICLES OF MERGER

OF

TC 17th STREET INVESTORS, LLC (SURVIVING DOMESTIC LIMITED LIABILITY COMPANY)

AND

ORIX PROPERTIES, LLC AND ORIX SUBSIDIARY, LLC (TERMINATING DOMESTIC LIMITED LIABILITY COMPANIES)

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

FIRST:		office, jurisdiction, and entity type of the	
	surviving company as	Le er ionome:	O7 FAL
]	Name and Street Address	Jurisdiction	Bnotov Type Bnotov Type Bnotov Type
(TC 17 th Street Investors, LLC 6340 Sunset Drive Miamí, FL 33143	Florida	profit limited liability company
	Plorida Document/Registratio	n Number: L06 0000357,1	2 FEI Number: 20-4640839 8: 55
SECON	D: The exact name, stre		al office, jurisdiction, and entity type for
	Name and Street Address	Jurisdiction	Entiry Type
	Orix Properties, LLC 117 So. 17 th Avenue Hollywood, FL 33020	Florida	profit limited liability company
	Florida Document/Registratio	on Number: L0600003883	3 FEI Number: 20-5397961
	Orix Subsidiary, LLC 117 So. 17th Avenue Hollywood, FL 33020	Florida	profit limited liability company
	Florida Document/Registration	on Number: L0600003883	9 PEI Number: hA
THIRD	was approved by ea	sch domestic that is a	f section(s) 608.438, Florida Statutes, and party to the merger in accordance with adhereto and made a part hereof.

Spanier

(((H07000066500 3)))

FOURTH:

The merger shall become effective as of date the Articles of Merger are filed with the

Florida Department of State.

FIFTH:

Adoption of Merger by the Surviving Company:

The Plan of Merger was adopted by the sole member of the surviving company on

January 1, 2007.

SIXTA:

The attached Plan of Merger was approved by all business entities that are parties to the

merger in accordance with the provisions of the Florida Limited Liability Company Act.

SEVENTH:

Adoption of Merger by the Merging Companies:

The Plan of Merger was adopted by the members of the merging companies on January

1, 2007.

EIGHTH: SIGNATURE(S):

Dated: January 1, 2007.

TC 17th Street Investors, LLC, a Florida Innitedational Indiana

By: Tomas Cabrerizo, Manager

Orix Properties, LLC a Floridationited liability company

Courbany

By:

Oren Katian, Marrager

Orix Subsidiary, LLC, a Florida limited liability

company

James Kattan, Manager

. 2

PLAN OF MERGER

Nar	ne and Street Address	Jurisdicti	on Entity Type		
634	17th Street Investors, LLC 10 Simset Drive uni, FL 33143	Florida		profit limited liability company	
Florida Document/Registration Nur		n Number: L060000	35712 FEI Number:	FEI Number: 20-4640839	
SECOND:	The exact name, street cach merging compan		ncipal office, jurisdiction.	and entity type for	
<u>Nat</u>	ne and Street Address	Jurisdicri	on Entity Type	07 HAR SEGRET	
117	x Properties, LLC So. 17 th Avenue lywood, FL 33020	Florida	profit limited liability	FT	
Flo	rida Document/Registration	n Number: L060000	38833 FEI Number:	10-399969	
117	x Subsidiary, LLC So. 17 th Avenue lywood, FL 33020	Florida	profit limited liability		
Flo	rida Document/Registration	n Number: L0600 00	38839 FEI Number:	<u>n</u> la	
THIRD:	The terms and condition	ons of the merger an	e as follows:		
Organizatio	shall be the Articles of	Organization of a ce and effect until a	ving company at the offecti sid surviving company an mended and changed in the v Act.	d said Articles of	

3. The managers of the surviving company at the offective time and date of the merger shall be as set forth in paragraph Sixth below, all of whom shall hold their respective offices until the election and qualification of their successors or until their tenure is otherwise terminated in accordance with the regulations of the surviving company.

provided and in the manner prescribed by the provisions of the Florida Limited Liability Company Act.

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- 4. All liabilities of the merging companies shall become the responsibility of the surviving company.
- 5. Pursuant to the provisions of the Florida Limited Liability Company Act, the surviving and merging companies shall be merged with and into a single company, which shall be the surviving company and which shall continue to exist as said surviving company under its present name pursuant to the provisions of the Florida Limited Liability Company Act. The separate existence of the merging companies shall cease at said effective time in accordance with the provisions of the Florida Limited Liability Company Act.

FOURTH: The manner and basis of converting the interests of each company into interests, obligations, or other securities of the surviving company, in whole or in part, into each or other property, and the manner and basis of converting rights to acquire interests of each company into rights to acquire interests, obligations or other securities of the surviving or any other company, or, in whole or in part, into each or other property are as follows:

Each issued membership interest of the merging (terminating) companies shall, at the effective time of the merger, be cancelled. A twenty five (25%) percent membership interest shall be issued to the members of each of the terminating companies and a fifty (50%) percent membership interest shall be retained by the member of the surviving company.

FIFTH: The effective date of this Plan and Agreement of Merger shall become effective as of date the Articles of Merger are filed with the Florida Department of State.

SIXTH: The names and addresses of the managers of the surviving company are as follows:

Oren Kattan 117 So. 17th Avenue Hollywood, FL 33020

James Katian 117 So. 17th Avenue Hollywood, FL 33020

Tomas Cabrerizo 6340 Sunset Drive Miami, PL 33143

Dated: January 1, 2007.

T- (1)

TC 17 Street Investors, LLC, a Florida limited

Tomas Cabrerizo, Manager

liability company

4

Orix Properties, LLC, a Florida limited liability

company

By:

Oren Katten,

Orix Subsidiary, LLC, a Florida limited liability

company

James Kattan, Manager

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