

Division of Corporations

Page 1 of 1

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**MERGER OR SHARE EXCHANGE**  
**Heart of Florida Insurance II, LLC**

Certificate of Status	0
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**ARTICLES OF MERGER BETWEEN  
THE SISTRUNK AGENCY, INC.  
HEART OF FLORIDA INSURANCE III, INC.  
AND  
HEART OF FLORIDA INSURANCE II, LLC**

Pursuant to Section 607.1109, Florida Statutes, the following Articles of Merger are submitted to merge The Sistrunk Agency, Inc., a Florida Corporation ("Sistrunk"), Heart of Florida Insurance III, Inc., a Florida corporation ("HOF III"), and Heart of Florida Insurance II, LLC, a Florida limited liability company ("HOF II"), the latter of which is to survive the merger.

**ARTICLE I  
MERGING CORPORATIONS**

The exact name, jurisdiction, entity type and document number for each of the merging corporations is as follows:

<u>Name</u>	<u>Jurisdiction</u>	<u>Document Number</u>	<u>Entity Type</u>
The Sistrunk Agency, Inc.	FL	P05000087913	Corporation
Heart of Florida Insurance III, Inc.	FL	P11000073637	Corporation

**ARTICLE II  
SURVIVING LIMITED LIABILITY COMPANY**

The exact name, jurisdiction, entity type, and document number for the surviving limited liability company is as follows:

<u>Name</u>	<u>Jurisdiction</u>	<u>Document Number</u>	<u>Entity Type</u>
Heart of Florida Insurance II, LLC	FL	L06000056208	LLC

**ARTICLE III  
PLAN OF MERGER**

The Plan of Merger is attached and was approved by each domestic corporation and limited liability company that is a party to the merger in accordance with the applicable provisions of Chapters 607 and 608, Florida Statutes.

H14000066404 3

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**ARTICLE IV  
EFFECTIVE DATE**

The merger shall become effective upon the filing of these Articles of Merger by the Florida Department of State.

**ARTICLE V  
ADOPTION OF PLAN OF MERGER BY SURVIVING LIMITED LIABILITY  
COMPANY**


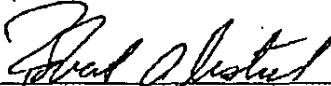

All members of HOF II entitled to vote on the plan of merger have approved the plan of merger. The plan of merger was adopted by the by the unanimous written consent of the members dated February 11, 2014.

**ARTICLE VI  
ADOPTION OF PLAN OF MERGER BY MERGING CORPORATIONS**

All shareholders of Sistrunk entitled to vote on the plan of merger have approved the plan of merger. The plan of merger was recommended to the shareholders by the board of directors and adopted by the unanimous written consent of the directors and shareholders of Sistrunk dated February 11, 2014.

All shareholders of HOF III entitled to vote on the plan of merger have approved the plan of merger. The plan of merger was recommended to the shareholders by the board of directors and adopted by the unanimous written consent of the directors and shareholders of HOF III dated February 11, 2014.

**ARTICLE VII  
SIGNATURE OF EACH CORPORATION/LIMITED LIABILITY COMPANY**

<u>Name of Entity</u>	<u>Signature of an Officer/Manager</u>	<u>Typed/Printed Name &amp; Title</u>
Heart of Florida Insurance II, LLC		Robert A. Sistrunk, Manager
The Sistrunk Agency, Inc.		Robert A. Sistrunk, President
Heart of Florida Insurance III, Inc.		Robert A. Sistrunk, President

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**PLAN OF MERGER BETWEEN  
HEART OF FLORIDA INSURANCE II, LLC  
AND  
THE SISTRUNK AGENCY, INC.  
HEART OF FLORIDA INSURANCE III, INC.**

The following Plan of Merger, which was adopted and approved by Heart of Florida Insurance II, LLC, a Florida limited liability company (the "Surviving Limited Liability Company") and The Sistrunk Agency, Inc., a Florida corporation ("Sistrunk") and Heart of Florida Insurance III, Inc., a Florida corporation ("HOF III") (Sistrunk and HOF III are collectively referred to herein as the "Merging Corporations"), is being submitted in accordance with sections 607.1108 and 608.438, Florida Statutes.

1. The name, jurisdiction, and document number for the Surviving Limited Liability Company is as follows:

<u>Name</u>	<u>Jurisdiction</u>	<u>Document Number</u>
Heart of Florida Insurance II, LLC	FL	L06000056208

2. The name, jurisdiction, and document number for each of the Merging Corporations are as follows:

<u>Name</u>	<u>Jurisdiction</u>	<u>Document Number</u>
The Sistrunk Agency, Inc.	FL	P05000087913
Heart of Florida Insurance III, Inc.	FL	P11000073637

3. On the effective date of the merger the general terms and conditions of the merger are: (i) the separate existence of the Merging Corporations shall be merged with and into the Surviving Limited Liability Company, (ii) the Articles of Organization of the Surviving Limited Liability Company in effect immediately prior to the effective date of the merger shall be the Articles of Organization of the Surviving Limited Liability Company and there shall be no changes to the articles of organization of the Surviving Limited Liability Company, and (iii) the Federal Employer Identification Number ("FEI") assigned to the Surviving Limited Liability Company shall remain the FEI used for the Surviving Limited Liability Company.

4. The manner and basis of converting the shares of Stock in the Merging Corporations is as follows: As of the effective date of the merger, all shares of stock of HOF III and all shares of stock of Sistrunk shall be converted to membership interests in the Surviving Limited Liability Company, on a pro rata basis after giving effect to the agreed enterprise values of all merging entities.

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H14000066404 3

5. The names and addresses of the Managers of the Surviving Limited Liability Company shall be as follows:

Name

Address

Robert A. Sistrunk

109 W Lakeview St., Lady Lake, Florida 32159

Edgar O. Rawls, III

109 W Lakeview St., Lady Lake, Florida 32159

H14000066404 3