

L06000107437

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

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☐ MAIL

(Business Entity Name)

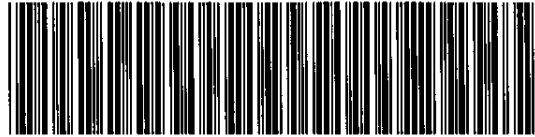
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RECEIVED
07 JAN -5 AM 11:52
SECRETARY OF STATE
DIVISION OF CORPORATION
TALLAHASSEE, FLORIDA

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TALLAHASSEE, FLORIDA

CAPITAL CONNECTION, INC.

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

J.H. Katz Investments LLC

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TALLAHASSEE, FLORIDA

Signature

Requested by:

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

**CERTIFICATE OF MERGER
FOR
FLORIDA LIMITED LIABILITY COMPANY**

FILED
07 JAN -5 PM 1:52
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The following Certificate of Merger is being submitted in accordance with the Florida Business Corporation Act, pursuant to section 608.4382, Florida Statutes.

FIRST: The exact name, street address of its principal office, jurisdiction, and entity type for each **merging** party are as follows:

<u>Name and Street Address</u>	<u>Jurisdiction</u>	<u>Entity Type</u>
1. <u>The J.H. Katz Investment Corporation</u> <u>16223 Andalucia Lane</u> <u>Delray Beach, FL 33446-9509</u>	<u>Florida</u>	<u>Corporation</u>

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SECOND: The exact name, street address of its principal office, jurisdiction, and entity type of the **surviving** party are as follows:

1. <u>J.H. Katz Investments LLC</u> <u>16223 Andalucia Lane</u> <u>Delray Beach, FL 33446-9509</u>	<u>Florida</u>	<u>LLC</u>
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THIRD: The attached Plan of 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, 608, 617 and/or 620, Florida Statutes.

FOURTH: The merger shall become effective as of the date the Certificate of Merger are filed with Florida Department of State.

FIFTH: SIGNATURE(S) FOR EACH PARTY:

Name of Entity and Signatures

THE J.H. KATZ INVESTMENT
CORPORATION.

By: _____

Name: Jeffrey H. Katz

Title: President

J.H. KATZ INVESTMENTS LLC

By: _____

Name: Jeffrey H. Katz

Title: Member

PLAN OF MERGER

The following plan of merger, which was adopted and approved by each party to the merger, is being submitted in compliance with Florida Statutes.

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

<u>Name</u>	<u>Jurisdiction</u>	<u>Form/Entity Type</u>
The J.H. Katz Investment Corporation	Florida	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>
J.H. Katz Investments LLC	Florida	LLC

THIRD: The terms and conditions of the merger are as follows:

On the date the Certificate of Merger is filed and accepted by the Secretary of State of the State of Florida, The J.H. Katz Investment Corporation ("JHC") shall be merged with and into J.H. Katz Investments LLC ("JHL"). The separate existence of JHC shall thereupon cease and JHL shall continue its existence as the surviving LLC (the "Surviving LLC") under Florida law under its present name. The parties hereto shall cause Certificate of Merger to be executed and filed with the Secretary of State of the State of Florida and shall take all such other and further actions as may be required to make the merger effective. The merger shall become effective as of the date and time of the filing of the Certificate of Merger (the "Effective Time").

The Articles of Organization of JHL as in effect immediately prior to the Effective Time shall be the Articles of Organization of the Surviving LLC. The members of the Surviving LLC immediately after the Effective Time shall be the respective persons who were the members of JHL immediately prior to the Effective Time.

FOURTH:

- A. The manner and basis of converting the interests, shares, obligations or other securities of each merged party into the interests, shares, obligations or other securities of the survivor, in whole or in part, into cash or other property is as follows:


At the Effective Time, by virtue of the merger and without any further action on the part of JHC or JHL or any holder of any shares or units thereof, each share or unit of JHC or JHL issued and outstanding immediately prior to the Effective Time shall be converted into and exchanged for one unit of the Surviving LLC.

- B. The manner and basis of converting rights to acquire the interests, shares, obligations or other securities of each merged party into rights to acquire the interests, shares, obligations or other securities of the survivor, in whole or in part, into cash or other property is as follows:

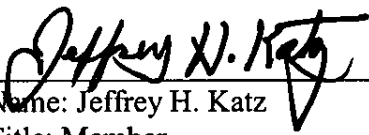
N/A

Name of Entity and Signatures

THE J.H. KATZ INVESTMENT CORPORATION

By: 
Name: Jeffrey H. Katz
Title: President

J.H. KATZ INVESTMENT LLC

By: 
Name: Jeffrey H. Katz
Title: Member