

L060000110300

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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FILED  
08 AUG 29 AM 10:15  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

EFFECTIVE DATE

9/12/08

B. KOHR

SEP 11 2008

EXAMINER

**COVER LETTER**

**TO:** Registration Section  
Division of Corporations

**SUBJECT:** Yntegra, LLC

(Name of Surviving Party)

The enclosed Certificate of Merger and fee(s) are submitted for filing.

Please return all correspondence concerning this matter to:

Felipe MacLean

(Contact Person)

Yntegra, LLC

(Firm/Company)

1111 Brickell Avenue Suite # 1129

(Address)

Miami, FL 33131

(City, State and Zip Code)

**EFFECTIVE DATE** 9/12/08

For further information concerning this matter, please call:

Felipe MacLean

(Name of Contact Person)

at ( 305 ) 913-8610

(Area Code and Daytime Telephone Number)



Certified copy (optional) \$30.00

**STREET ADDRESS:**

Registration Section  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301

**MAILING ADDRESS:**

Registration Section  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314

FILED  
08 AUG 29 AM 10:15  
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE  
Division of Corporations

**RE-SUBMIT**

PLEASE OBTAIN THE ORIGINAL  
FILE DATE.

September 2, 2008

FEDIPB MACLEAN  
1111 BRICKELL AVENUE, STE 1129  
MIAMI, FL 33131

SUBJECT: YNTEGRA, LLC  
Ref. Number: L06000110300

*Please Return to  
Capital Connection  
Thank,*

We have received your document for YNTEGRA, LLC and your check(s) totaling \$80.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The effective date must be specific and cannot be prior to the date of filing

Please return your document, along with a copy of this letter, within 60 days. Your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6967.

Leslie Sellers  
Regulatory Specialist II

Letter Number: 808A00048298

EFFECTIVE DATE 9/12/08

**RE-SUBMIT**

PLEASE OBTAIN THE ORIGINAL  
FILE DATE.

FILED  
08 AUG 29 AM 10:15  
DEPARTMENT OF STATE  
TALLAHASSEE, FLORIDA

RECEIVED  
08 SEP 10 AM 11:30  
DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

## CERTIFICATE OF MERGER

The following Certificate of Merger is submitted to merge the following Florida Limited Liability Company in accordance with section 608.4382 of the Florida Statutes.

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

<u>Name</u>	<u>Jurisdiction</u>	<u>Form/Entity Type</u>
Yntegra, LLC	Florida	LLC
Yntegra International, LLC	Florida	LLC

**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>
Yntegra, LLC	Florida	LLC

**THIRD:** The attached plan of merger was approved by each limited liability company that is a party to the merger in accordance with the applicable provisions of Chapter 608 of the Florida Statutes.

**FOURTH:** The effective date of the merger is September 12, 2008.

YNTEGRA LLC

By: F MacLean

Name: Felipe MacLean

Title: Manager

YNTEGRA INTERNATIONAL,

By: F MacLean

Name: Felipe MacLean

Title: Manager

FILED  
08 AUG 29 AM 10:15  
CLERK OF SUPERIOR COURT  
TALLAHASSEE, FLORIDA

EFFECTIVE DATE 9/12/08

## **PLAN OF MERGER**

THIS PLAN OF MERGER is hereby adopted on August 21, 2008, by and between Yntegra, LLC, a limited liability company organized under the laws of the State Florida, and Yntegra International, LLC a limited liability company organized under the laws of the state of Florida. Said entities are hereinafter collectively referred to as the "Merging Business."

WHEREAS, the respective members of the Merging Business desire that Yntegra, LLC and Yntegra International, LLC merge in accordance with the laws of the state of Florida.

NOW, THEREFORE, in consideration of the mutual covenants and agreements set forth below, the Merging Business hereby agree to merge and become one entity in accordance with the terms and conditions set forth below.

1. Agreement to Merge. The Merging Business hereby agree that Yntegra International, LLC shall be merged in to the Yntegra, LLC.

2. Name of Merged Entity. The name of the merged entity that shall survive the merged shall be Yntegra, LLC.

3. Merger Date. The Merger provided for in this agreement shall become effective on September 12, 2008 (the "Merger Date").

4. Place of office of surviving entity. The place in the State of Florida where the principal office of the merged entity is to be located is the City of Miami, County of Miami-Dade.

5. Purpose of surviving entity. The purpose of merged entity is to engage in any lawful act or activity for which limited liability companies may be formed under Chapter 608 of the Florida Statutes.

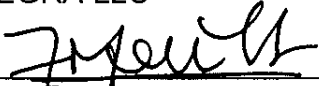
6. Mode of effecting merger. As Yntegra International, LLC units were never issued, the mode of carrying said merger into effect, and the manner and basis for converting the units of Yntegra International, LLC into ownership units of Yntegra, LLC, shall be that the units issued by Yntegra, LLC shall be the operative units of the merged entity, Yntegra, LLC, unaffected in anyway by this Plan of Merger.

7. Articles of Organization and Operating Agreement. The Articles of Organization of Yntegra, LLC shall not be amended as a result of this Agreement, and the Articles of Organization in effect prior to the Merger Date shall continue to be the Articles of Organization for Yntegra, LLC, surviving the merger. The Operating Agreement for Yntegra, LLC shall continue to be the Operating Agreement for Yntegra, LLC following the Merger Date.

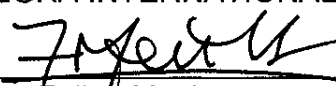
8. Certificate of Merger. The parties shall prepare a Certificate of Merger in accordance with Section 608.4328 of the Florida Statutes. Said Certificate of Merger shall be filed with the Florida Secretary of State on or before the Merger Date.

IN WITNESS WHEREOF, the Merging Business, being duly authorized, have executed the Merger Agreement as of the day and year first above written

YNTEGRA LLC

By:   
Name: Felipe MacLean  
Title: Manager

YNTEGRA INTERNATIONAL, LLC

By:   
Name: Felipe MacLean  
Title: Manager