

L 06060111983

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

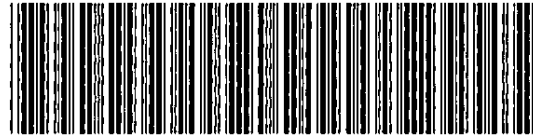
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



100112750951

FILED

07 DEC 28 PM 12:41

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED

DEPARTMENT OF STATE
DIVISION OF CORPORATIONS

2007 DEC 28 AM 10:45

TO ACKNOWLEDGE
SUFFICIENCY OF FILING

B. KOHR

DEC 28 2007

EXAMINER

DEPARTMENT OF STATE
ACCOUNT FILING COVER SHEET

Account Number FCA000000017

Reference:
(Sub Account)

Date:

12/28/07

Requestor Name: Carlton Fields

Address: Post Office Drawer 190
Tallahassee, Florida 32302

Telephone: (850) 513-3619 - direct
(850) 224-1585

Contact Name: Kim Pullen, CP

FILED
RECEIVED
07 DEC 28 2007
TALLAHASSEE, FLORIDA
SECRETARIES OF STATE
TALLAHASSEE, FLORIDA

Corporation Name:

Elite Yacht Brokers, LLC →
Florida Aircraft Sales, LLC

Entity Number:

L0600004158 → L060000111983

Authorization:

Kim Pullen

MERGER

____ Certified Copy

____ New Filings

____ Fictitious Name

☒ Plain Stamped Copy

____ Amendments

____ Certificate of Status

____ Annual Report

____ Registration

(X) Call When Ready

(X) Call if Problem

() After 4:30

(X) Walk In

() Will Wait

(X) Pick Up

CF Internal Use Only

Client: _____ Matter: _____

Name: Cristin Conley Office: TPA

DEPARTMENT OF STATE
ACCOUNT FILING COVER SHEET

FILED
07 DEC 28 PM 12:41
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Account Number FCA000000017

Reference:
(Sub Account)

Date:

12/28/07

Requestor Name: Carlton Fields

Address: Post Office Drawer 190
Tallahassee, Florida 32302

Telephone: (850) 513-3619 - direct
(850) 224-1585

Contact Name: Kim Pullen, CP

Corporation Name:

Elite Yacht Brokers, LLC →
Florida Aircraft Sales, LLC

Entity Number:

L0600004158 → L060000111983

Authorization:

Kim Pullen

MERGER

☐ Certified Copy

☐ Certificate of Status

☐ New Filings

☒ Plain Stamped Copy

☐ Annual Report

☐ Fictitious Name

☐ Amendments

☐ Registration

(X) Call When Ready

(X) Call if Problem

() After 4:30

(X) Walk In

() Will Wait

(X) Pick Up

CF Internal Use Only

Client: Matter:
Name: Cristin Conley Office: TPA

ARTICLES OF MERGER
OF
ELITE YACHT BROKERS LLC
WITH AND INTO
FLORIDA AIRCRAFT SALES LLC

FILED
07 DEC 28 PM 12:41
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned limited liability companies, namely Elite Yacht Brokers LLC ("Elite") and Florida Aircraft Sales LLC ("Aircraft"), both organized under the Florida Limited Liability Company Act and pursuant to section 608.438 *et seq.* thereof, do execute and deliver for filing these Articles of Merger.

Article First. The only party to the merger that is not surviving the merger is as follows:

Elite Yacht Brokers LLC
2340 N.E. 30th Court
Lighthouse Point, Florida 33064
A limited liability company organized pursuant
to the laws of Florida
Florida Registration Number L06000041158.

Article Second. The only party to the merger that is surviving the merger is as follows:

Florida Aircraft Sales LLC
2340 N.E. 30th Court
Lighthouse Point, Florida 33064
A limited liability company organized pursuant
to the laws of Florida
Florida Registration Number L060000111983.

Article Third. The attached plan of merger, satisfying the requirements of section 608.438 of the Florida Limited Liability Company Act, was approved by each party to the merger, each being a Florida limited liability company, as required by Florida law and the operating agreement of each limited liability company.

Article Fourth. The merger of Elite into Aircraft is permitted under the laws of Florida and is not prohibited by the regulations or operating agreement or articles of organization of any party to the merger.

Article Fifth. This merger shall be effective at 11:59:59 p.m. on the 31st day of December, 2007.

Article Sixth. These Articles of Merger comply with and have been executed in accordance with the laws governing each of Elite and Aircraft.

Elite Yacht Brokers LLC

By: 
Mark H. O'Brien, managing member

By: 
J T Sims, managing member

Florida Aircraft Sales LLC

By: 
Mark H. O'Brien, managing member

PLAN OF MERGER
OF
ELITE YACHT BROKERS LLC
WITH AND INTO
FLORIDA AIRCRAFT SALES LLC

FILED
07 DEC 28 PM 12:41
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The following plan of merger has been adopted and approved by Elite Yacht Brokers LLC ("Elite") and Florida Aircraft Sales LLC ("Aircraft"), each being a limited liability company organized pursuant to the laws of the state of Florida in accordance with the Florida Limited Liability Company Act and the operating agreement of each limited liability company.

1. The parties to the merger are Elite Yacht Brokers LLC, a limited liability company organized pursuant to the laws of the state of Florida, and Florida Aircraft Sales LLC, a limited liability company organized pursuant to the laws of the state of Florida. Florida Aircraft Sales LLC is the entity that will survive the merger. The terms and the conditions of the merger are that Elite will merge with and into Aircraft. The effect of the merger shall be as set forth in the Florida Limited Liability Company Act and specifically section 608.4383 thereof.

2. The members of Elite and the members of Aircraft, subsequent to the merger, will be members of Aircraft. The members of Elite and the members of Aircraft have entered into a separate written agreement allocating, amongst them, the membership interests in Aircraft, the entity that is to survive the merger.

3. The name and address of the managing member of Aircraft, being the entity to survive the merger, is:

Mark H. O'Brien
2340 N.E. 30th Court
Lighthouse Point, Florida 33064

Elite Yacht Brokers LLC

By: Mark H. O'Brien
Mark H. O'Brien, managing member

By: J. T. Sims
J T Sims, managing member

Florida Aircraft Sales LLC

By: Mark H. O'Brien
Mark H. O'Brien, managing member