Florida Department of State

Division of Corporations Public Access System

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

(((H06000300673 3)))



Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

G0635 3900251

To:

Division of Corporations

Fax Number : (850)205-0380

From:

Account Name : ANSBACHER & SCHNEIDER, PA

Account Number : 072647001172

Phone

: (904)296-0100

Fax Number

: (904)296-2842

MERGER OR SHARE EXCHANGE

11747 Philips Highway, L.L.C.

Certificate of Status	0
Certified Copy	0
Page Count	05
Estimated Charge	\$77.50

\$50.00

Electronic Filing Menu

Corporate Filing Menu

Help

₽¥0E°1√2 3045565945

CERTIFICATE OF MERGER

Pursuant to the provisions of Sections 607.1107, 617.1103, 608.4381 and/or 622.02 of the Florida Statutes, the undersigned organizations adopt the following Certificate of Merger:

1. In the manner prescribed by Florida Statutes, the following Plan of Merger was approved by the sole Managing Member of 11747 Philips Highway, LLC, a Florida limited liability company, whose address is 6260 DuPont Station Court, Suite D, Jacksonville, Florida 32217, whose Florida document/registration number is L06000119092, whose FEI number is 20-8059153 (hereinafter referred to as the "Surviving LLC") and Samuel Price, a sole proprietorship trading and doing business as "11747 Philips Highway" (hereinafter referred to as the "Absorbed Sole Proprietorship") whose sole asset is that certain real property described on Exhibit A attached hereto:

PLAN OF MERGER

Section One. Merger. The Absorbed Sole Proprietorship shall merge with and into the Surviving LLC.

Section Two. Terms and Conditions. On the effective date of the merger, the separate existence of the Absorbed Sole Proprietorship shall cease, and the Surviving LLC shall succeed to all the rights, privileges, immunities, and franchises, and all the property, real, personal, and mixed of the Absorbed Sole Proprietorship, without the necessity for any separate transfer. The Surviving LLC shall thereafter be responsible and liable for all liabilities and obligations of the Absorbed Sole Proprietorship then owing as of such date with respect to the Absorbed Sole Proprietorship, and neither the rights of creditors nor any liens on the property of the Absorbed Sole Proprietorship shall be impaired by the merger.

Section Three. Conversion of Interests. The manner and basis of converting the ownership interests of the owner of the Absorbed Sole Proprietorship into Membership Units of the Surviving LLC is as follows:

The entire ownership interest in the Absorbed Sole Proprietorship held on the effective date of the merger shall be converted into 99 Membership Units of the Surviving LLC, which Membership Units of the Surviving LLC shall thereupon be issued and outstanding.

Section Four. Changes in Articles of Organization. The Articles of Organization of the Surviving LLC shall continue to be its Articles of Organization following the effective date of the merger.

Section Five. Changes in Operating Agreement. The Operating Agreement of the Surviving LLC shall continue to be its Operating Agreement following the effective date of the merger, except that the Operating Agreement shall be amended to reflect the additional Membership Units issued to the owner of the Absorbed Sole Proprietorship.

060620.02 Art. of Merger H06000300673 3

H06000300673 3

Section Six. Managing Member. The Managing Member of the Surviving LLC on the effective date of the merger shall continue as the Managing Member of the Surviving LLC.

Section Seven. Approval by Members and Sole Proprietor. This Plan of Merger has been approved contemporaneously with the execution hereof by the Sole Managing Member of the Surviving LLC and by the owner of the Absorbed Sole Proprietorship.

Section Eight. Effective Date of Merger. The effective date of this merger shall be the date the Certificate of Merger is filed with Florida Secretary of State.

2. The exact name, street address of its principal office, and jurisdiction of the Surviving LLC are as following:

NAME:

11747 Philips Highway, L.L.C.

JURISDICTION:

State of Florida

ADDRESS:

6260 DuPont Station Court

Suite D

Jacksonville, FL 32217

FLORIDA DOCUMENT/REGISTRATION NUMBER: L06000119092

FEI NUMBER: 20-8059153

3. The Plan of Merger meets the requirements of the Florida Statutes, and was approved contemporaneously with the execution hereof by the Sole Managing Member of the Surviving LLC and by the owner of the Absorbed Sole Proprietorship in accordance with Chapters 607, 617, 608 and/or 620 of the Florida Statutes.

The undersigned 11747 Philips Highway, L.L.C. and Samuel Price, a sole proprietor trading and doing business as "11747 Philips Highway", have caused this Certificate of Merger of 11747 Philips Highway, L.L.C. and 11747 Philips Highway into 11747 Philips Highway, L.L.C., to be duly executed this ______ day of December, 2006.

11747 Philips Highway, L.L.C., a Florida limited liability compan

Its Managing Member

___"Surviving LLC"

Samuel Price, a sole proprietor trading and doing business as

"11747 Philips Highway"

"Absorbed Sole Proprietorship"

EXHIBIT A

Parcel 4 (known or Varcels 1 and 2 less and except Parcel 3)

A portion of the Mary Ann Maris Grant, Sention II, Tourship & South, Marge IS Sist.
David County, Plorida, being particularly described as follows: For a Point of
Edicanne commons at the intersection of the Mythwaterly limit of a 116 foot wide
Secknawille Education hetherity right—of-way, as discribed in duck sounded in Official
Becards of anid County in Yalmon 1861, page 63 with the Mortheasterly right—of-way line
of Phillips Mighway—1.5. Mighway No. 1 in 156 tool right—of-way at this point; and rea
Botth J7 degrads IF Afracta To revends west along anid Mortheasterly right—of-way line
of Phillips Mighway, a distance of 172,01 leet in an angle point in last mentioned
right—of-way line; run thoses Morth 32 degrees do sinster 30 seconds East a distance
of 48.00 feet to an angle point in said Martheasterly right—of-way line of Phillips
Mighway (a 150 foot right—of-way at this pointly "un thence Morth 37 degrees if
sinster 30 seconds West clong last mantianed right—of-way line, a distance of 1,711.24
foot to the point of hericaning. From the point of behinving thus described continue
of Phillips Mighway, a distance of 110,00 feet to a point run thear fouth 17
degrees 19 minutes 30 seconds East, a distance of 235,71 feet to a point; run thears south 17
degrees 39 minutes 30 seconds East, a distance of 235,72 feet to a point; run thears South 45 degrees 30 minutes 31 seconds East, a distance of 235,72 feet to the point of beginning. beginzing.

PARCEL 21

A pertion of the Many Davis drant, Seation 17, Peruntin-4-Sauth; Many 25 Lift, Divil County, Floride, described as follows: Far a Point of Relegance camerace at the interestion of the Sorthwesterly line of a 150 foot wide Jacksonville Enteries therity right-ol-way, In drawfiled in Official Records Volume 1881, page 41, with the Perthenburly right-ol-way line of Phillips Highway-M.S. Highway No. 1 is 150 foot right-ol-way) and run North 17 degrees 19 minutum 10 seconds Best along midd No right-ol-way line() of Phillips Highway a distance of 412.0) foot to angle point in last mentioned right of way line; these North 10 degrees 49 minutum 10 seconds Best a distance of 40.00 foot to an angle point in anid Northmanurly, right-of-way line of Phillips Highway (a 130 foot wight of way at this point); thence North 17 degrees 19 minutes 10 mentes 10 seconds Wast bloog lest manipode right-of-way line a distance of 1.751.34 fant to a point; thence North 45 degrees 10 minutes 41 seconds East, e distance of 1.751.34 fant to a point; thence North 45 degrees 10 minutes 41 seconds East, e distance of 1.751.34 fant to a point; thence North 45 degrees 10 minutes 41 seconds East, 199.47 feet to 11 point; 189.73 feet to a point, thence North 12 degrees 40 minutes 10 seconds East; 180.00 feet to a point; thence North 17 degrees 10 minutes 10 seconds East; 180.07 feet to a point; thence South 45 degrees 30 minutes 41 seconds Vest 181.18 foot to the Point of Revisning.

LEGY AND EXCEPT HEREFROM Parcels 1 and 2 the following described lands conveyed in G.R. . Volume 7067, page 2203.

<u>P42041</u> 31

A portion of the Mary Ann Davis Grant, Section 13, Township & South, Sange 28 East, David County, Fluxida, being more particularly described on follows: For a Paint of Reference commones as the intersection of the Morthwesterly line of a 130 fact wide Jackson ville Micristel Authority right-of-say, as described in deed recorded in the Official Records of anid County in Yolune 2011, page 43 with the Morthwesterly right-of-say line of Phillips Nighway-U.S. Nighway No. 1 a 250 fact, right-of-way at this point and run Marth JI degrees 19 elembes 30 seconds West along said Morthwesterly right-of-way line of Phillips Nighway, a distance of 672.03 feet to un angle point in last neutrined right-of-way line; run these works a fact in said Authoriseaterly right-of-way line, of Phillips Nighway is a 130 foot right-of-way at this point; run these Worth 37 degrees 19 albutus 10 seconds Vest antioned sight-of-way line, a distance of 3,002.24 feet to the Point of Naginals, From the point of Application in the Seconds Test, a distance of 19.00 feet to a point; run theory Forth 33 degrees 40 minutes 10 seconds Test, a distance of 19.00 feet to a point; run themse Forth 22 degrees 19 minutes 10 seconds Test, a distance of 19.00 feet to a point; run themse Forth 22 degrees 40 minutes 10 seconds Test, a distance of 19.00 feet to a point; run themse Forth 22 degrees 40 minutes 10 seconds Test, a distance of 19.00 feet to a point; run themse Forth 22 degrees 40 minutes 10 seconds Test, a distance of 19.00 feet to a point; run themse Forth 22 degrees 40 minutes 10 seconds Test, a distance of 19.00 feet to a point; run themse Forth 22 degrees 40 minutes 10 seconds Test, a distance of 19.00 feet to a fine to the Foint of Segundary.

Н06000300673 3

H06000300673 3

EXHIBIT A

Percel A (also known as rerect 4)

Parcol 4

A portion of the Mary Ann Davis Grent, Section 37, Township 4 South, Range 28 East, Dival County, Florids, being more particularly described as follows:

For a Point of Reference commence at the intersection of the northwesterly line of a 150 foot wide Jacksonville Electric Authority right-of-way, as described in deed recorded in the official records of said County in Volume 2081, Page 43 with the northeasterly right-of-way line of Fhillips Highway-U.S. Highway Mo. 1 (a 150 foot right-of-way at this point) and run North 370 19' 30" West along said northeasterly right-of-way line of Fhillips Highway, a distance of 472.03 feet to an angle point in last mentioned right-of-way line; run thence North 520 40' 30" East a distance of 40.00 feet to an angle point in said northeasterly right-of-way line of Fhillips Highway (a 190-foot right-of-way at this point); run thence North 370 19' 30" West along last mentioned right-of-way line, a distance of 1,751.24 feet to the Foint of Beginning.

From the Point of Beginning thus described continue North 37° 19' 30" West along said northeasterly right-of-way line of Fhillips Highway, a distance of 25'.00 feet to a point; run thence North 52° 40' 30" East, a distance of 550.00 feet to a point; run thence South 37° 19' 30" East, a distance of 181.87 feet to a point; run thence South 45° 30' 41" West, a distance of 554.33 feet to the Point of Beginning.

Parodi H

Parcol A (mlso known as Parcel 4) together with an easement interest for access, ingress and ogress over, through and across the lands described as Parcel 3 bareis.

LESS AND EXCEPT HEREFRON Parcel A. also known as Parcel 4. and Parcel B, any portion of caption property lying within any public road, right-of-way or street.

НФ6000300673 3