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MERGER OR SHARE EXCHANGE

Vision for Aquaculture and Seafarming Technologies, LLC

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b. At the effective date of the merger, each 1% membership interest of the Existing LLC, shall be converted into a 1% membership interest (held by the members of the Surviving LLC as tenants by the entireties with rights of survivorship) in the Surviving LLC. The total consideration that the Member of the Existing LLC shall therefore receive for his one hundred percent (100%) membership interest of the Existing LLC shall be one hundred percent (100%) membership interest in the Surviving LLC.

1. The Members of the Surviving LLC shall be Andrew L. Duda, Jr. and Rebecca Duda, and the business address for the Surviving LLC is 2380 Milder Road, Oviedo, FL 32765.

ARTICLE II - ADOPTION OF PLAN OF MERGER

The Plan of Merger was approved by the Existing LLC in accordance with Section 608.4331, Florida Statutes, and by the Surviving LLC in accordance with Section 608.4381, Florida Statutes. The Members of the Surviving LLC have waived their rights to receive prior written notice of the Plan of Merger by written consents dated as of the 30th day of January, 2007.

ARTICLE III - EFFECTIVE DATE

The effective date of the merger shall be the date of filing of the Articles of Merger with the Secretary of State of the State of Florida.

DATED this 30th day of January, 2007.

VISION FOR AQUACULTURE AND
SEAFARMING TECHNOLOGIES, LLC
(Document No. T99000005864)

By: [Signature]
Andrew L. Duda, Jr. Managing Member

VISION FOR AQUACULTURE AND
SEAFARMING TECHNOLOGIES, LLC
(Document No. [Signature])

By: [Signature]
Andrew L. Duda, Jr., Member

By: [Signature]
Rebecca Duda, Member

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**PLAN OF MERGER OF VISION FOR AQUACULTURE
AND SEAFARMING TECHNOLOGIES, LLC (Document No. L99000005864)
WITH AND INTO
VISION FOR AQUACULTURE AND SEAFARMING TECHNOLOGIES, LLC
(Document No. L07000009061)**

1. The Plan of Merger of VISION FOR AQUACULTURE AND SEAFARMING TECHNOLOGIES, LLC, a Florida limited liability company, document number L99000005864 (the "Existing LLC"), with and into VISION FOR AQUACULTURE AND SEAFARMING TECHNOLOGIES, LLC, a Florida limited liability company, document number L07000009061 (the "Surviving LLC"), established as a corporation for federal tax purposes, is set forth below:

2. The Existing LLC shall merge with and into the Surviving LLC, with the Surviving LLC as the surviving entity.

3. Upon the consummation of the merger of the Existing LLC with and into the Surviving LLC, the separate existence of the Existing LLC shall cease. The Surviving LLC shall continue to exist by virtue of the laws of the State of Florida. The title to all property of every description, whether real or personal, and all interests, rights, privileges, powers and franchises of the Surviving LLC shall not be affected by the merger and upon the merger, the Surviving LLC, without further act or deed and without reversion or impairment, shall own and possess all the property of every description, real or personal, and all interests, rights, privileges, powers and franchises of the Existing LLC, prior to the merger as provided in Section 608.4383 of the Florida Statutes. Further, as provided in Section 608.4383 of the Florida Statutes, all rights of creditors and any person or persons dealing with the Existing LLC shall be preserved and remain unimpaired by the merger, all liens upon the properties of the Existing LLC shall be preserved and remain unimpaired by the merger, and all debts, liabilities, obligations and duties of the Existing LLC shall henceforth attach to the Surviving LLC and may be enforced against the Surviving LLC to the same extent as if such obligations and duties had been incurred by the Surviving LLC. Additionally, any existing claim or action or proceeding pending by or against the Existing LLC or the Surviving LLC may be continued as if the merger did not occur or the Surviving LLC may be substituted in such proceedings for the Existing LLC.

4. The manner and basis of converting the ownership interests of the Existing LLC into ownership interests of the Surviving LLC are as follows:

a. At the effective date of the merger, all ownership and economic interests of the Surviving LLC issued and outstanding immediately prior to the merger shall remain issued and outstanding and shall be unchanged as a result of the merger.

b. At the effective date of the merger, each 1% membership interest of the Existing LLC, shall be converted into a 1% membership interest (held by the members of the Surviving LLC as tenants by the entireties with rights of survivorship) in the Surviving LLC. The total consideration that the Member of the Existing LLC shall therefore receive

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for his one hundred percent (100%) membership interest of the Existing LLC shall be one hundred percent (100%) membership interest in the Surviving LLC.

5. The Members of the Surviving LLC shall be Andrew L. Duda, Jr. and Rebecca Duda, and the business address for the Surviving LLC is 2380 Mikler Road, Oviedo, FL 32765. The Member's address is 2380 Mikler Road, Oviedo, FL 32765.

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