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MERGER OR SHARE EXCHANGE ADVANTAIRA TRUST, LLC

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EXAMINER

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ARTICLES OF MERGER

of

TAX FREE STRATEGIES, LLC

a Florida limited liability company

and

ENTRUST GULF COAST, LLC

a Florida limited liability company

into

ADVANTAIRA TRUST, LLC

a Florida limited liability company

THESE ARTICLES OF MERGER are hereby entered into by and among Tax Free Strategies, LLC, a Florida limited liability company, whose principal office is 1520 Royal Palm Square Boulevard, Suite 320, Fort Myers, Florida 33919, Entrust Gulf Coast, LLC, a Florida limited liability company, whose principal office is 1520 Royal Palm Square Boulevard, Suite 320, Fort Myers, Florida 33919, and AdvantaRA Trust, LLC, a Florida limited liability company, whose principal office is 1520 Royal Palm Square Boulevard, Suite 320, Fort Myers, Florida 33919.

Under Section 608.438 of the Florida Statutes, Tax Free Strategies, LLC, Entrust Gulf Coast, LLC and AdvantaIRA Trust, LLC adopt the following Articles of Merger.

- 1. The Agreement and Plan of Merger dated as of <u>January 25, 2012</u> ("Plan of Merger") among Tax Free Strategies, LLC, Entrust Gulf Coast, LLC and AdvantaIRA Trust, LLC was approved and adopted by the members of Tax Free Strategies, LLC as of <u>January 1, 2012</u>, was approved and adopted by the members of Entrust Gulf Coast, LLC as of <u>January 1, 2012</u>, and was approved and adopted by the members of AdvantaIRA Trust, LLC as of <u>January 1, 2012</u>.
- 2. Under the Plan of Merger, all of the issued and outstanding membership units of Tax Free Strategies, LLC and Entrust Guif Coast, LLC will be acquired by means of a merger of Tax Free Strategies, LLC and Entrust Guif Coast, LLC and AdvantaIRA Trust, LLC, with AdvantaIRA Trust, LLC as the surviving entity (the "Merger").
- 3. The Plan of Merger is attached as Exhibit A and incorporated by reference as if fully set forth herein.
 - 4. The date and time of the effectiveness of the Merger shall be

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IN WITNESS January 25	WHEREOF, the pa	artics have executed these Articles of Merger on
	_	Tax Free Strategies, LLC, a Florida limited liability company By: David A. Owens, Manager
		Entrust Gulf Coast, LLC, a Florida limited liability company David A. Owens, Manager AdvantalRA Trust, LLC, a Florida limited liability company

David A. Owens, Manager

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AGREEMENT AND PLAN OF MERGER

THIS AGREEMENT AND PLAN OF MERGER is made effective as of January 1, 2012 (the "Effective Date"), by and among:

- (i) Tax Free Strategies, LLC, a Florida limited liability company ("Tax Free"), and Entrust Gulf Coast, LLC, a Florida limited liability company ("Entrust"); and
- (ii) AdvantaIRA Trust, LLC, a Florida limited liability company ("AdvantaIRA").

WHEREAS, the parties hereto desire to submit and adopt a plan of merger in accordance with Section 608.438 of the Florida Statutes;

WHEREAS, the parties hereto doesn it advisable that Tax Free and Entrust be merged into AdvantaIRA pursuant to this Agreement and in accordance with the applicable statutes of the State of Florida;

WHEREAS, it is the intent of the parties hereto that the Membership Units of Tax Free and Entrust shall be merged into the Membership Units of AdvantaIRA;

NOW, THEREFORE, the parties hereto agree as follows:

- 1. Transfer of Property and Liabilities. Upon the Effective Date of the merger, the separate existence of Tax Free and Entrust shall cease; and the Membership Units of Tax Free and Entrust shall be merged into the Membership Units of AdvantaIRA. Upon the filing of Articles of Merger and this Agreement with the State of Florida, AdvantaIRA shall possess all of the rights, privileges, immunities, powers, and purposes, and all of the property, real and personal, causes of action, and every other asset of Tax Free and Entrust, and shall assume and be liable for all of the liabilities, obligations, and penalties of Tax Free and Entrust, in accordance with the Florida Limited Liability Company Act.
- Continuation of Florida Limited Liability Company. Following the merger, the existence of AdvantalRA shall continue unaffected and unimpaired by the merger, with all of the rights, privileges, immunities, and powers, and subject to all of the duties and liabilities, of a limited liability company organized under the laws of the State of Florida. The Certificate of Organization and the Operating Agreement of AdvantalRA, as in effect on the Effective Date, shall continue in full force and effect and shall not be changed in any manner by the merger. The members and managers/managing members of AdvantalRA immediately prior to the Effective Date shall continue as the members and managers/managing members of AdvantalRA.
- 3. <u>Conditions Precedent.</u> All conditions precedent to the execution of this Agreement have been satisfied, including, but not limited to, any necessary consents of the ownership of AdvantaRA, Tax Free and Entrust.

the Effective Date.

IN WITNESS WHEREOF, the parties have entered into this Agreement effective as of

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Witnesses: Mull Shurela Known	By: David A. Owens, Manager Address: 1520 Royal Palm Sq. Blvd.
	Suite 320 Fort Myers, Florida 33919 Date: January 25
Witnesses: Bh M Nurum Knowy	Entrust Gulf Coast, LLC, a Florida limited liability company By: David A. Owens, Manager
JWWW NW DV4	Address: 1520 Royal Palm Sq. Blvd. Suite 320 Fort Myers, Florida 339196
	Date: January 25 ,2012
Witnesses: Bull Awwa Known	AdvantalRA Trust, LLC, a Florida limited hability company By: David A. Owens, Manager
STW MADE PATROPOSE	Address: 1520 Royal Palm Sq. Blvd. Suite 320 Fort Myers, Florida 33919
·	Date: