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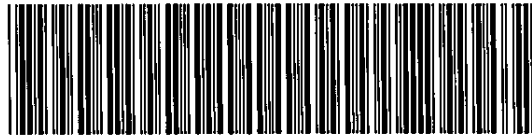
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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA



CORPORATION SERVICE COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 970649 81093A

AUTHORIZATION :

COST LIMIT : \$ 90.00

[Handwritten Signature]

ORDER DATE : June 27, 2007

ORDER TIME : 11:19 AM

ORDER NO. : 970649-005

CUSTOMER NO: 81093A

ARTICLES OF MERGER

RJK, INC. OF FT. MYERS

INTO

MERCIER, LLC

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07 JUN 27 PM 1:40
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY

CONTACT PERSON: Kathy Drake

EXAMINER'S INITIALS: _____

CERTIFICATE OF MERGER

The following Certificate of Merger is being submitted in accordance with Section 608.4382 of the Florida Statutes.

1. The name, principal street address, jurisdiction and entity type for each merging party is as follows:

A. Mercier, LLC, a Florida Limited Liability Company
15135 McGregor Blvd.
Fort Myers, Florida 33908
Florida Document Number L07000049212
FEIN: 26-0150717

B. RJK, INC OF FT. MYERS, a Florida Corporation
15135 McGregor Blvd.
Fort Myers, Florida 33908
Florida Document Number P97000029685
FEIN: 65-0735579

2. The name, jurisdiction and street address of principal office of the surviving entity is as follows:

Mercier, LLC, a Florida Limited Liability Company
15135 McGregor Blvd.
Fort Myers, Florida 33908
Florida Document Number L07000049212
FEIN: 26-0150717

3. The attached Plan of Merger meets the requirements of both Sections 608.438 and 607.1109, respectively, Florida Statutes, and was approved by each entity that is a party to the merger in accordance with Chapters 607 and 608, Florida Statutes.

4. The attached Plan of Merger was approved by both entities which are parties to the merger in accordance with Florida law.

5. The merger is permitted under Florida law and is not prohibited either by the Articles of Organization of the LLC entity or by the Bylaws of the Corporation entity that is a party to this merger.

6. The merger shall become effective as of the later date of July 1, 2007 or the date the Certificate of merger is filed with the Florida Department of State.

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TALLAHASSEE, FLORIDA

EFFECTIVE DATE 7-1-07

7. This Certificate of Merger complies with and was executed in accordance with the laws of the State of Florida.

MERCIER, LLC

By: Walter F. Mercier

Walter F. Mercier, Managing Member

MEMBER OF MERCIER, LLC

Walter F. Mercier
Walter F. Mercier, Sole Member

RJK, INC. OF FT. MYERS

By: Walter F. Mercier

Walter F. Mercier, President

**DIRECTOR AND SHAREHOLDER OF
RJK, INC. OF FT. MYERS**

Walter F. Mercier
Walter F. Mercier, Sole Director and
Sole Shareholder

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TALLAHASSEE, FLORIDA

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PLAN OF MERGER OF

MERCIER, LLC
AND
RJK, INC. OF FT. MYERS

MERCIER, LLC, a Florida Limited Liability Company and RJK, INC. OF FT/ MYERS, a Florida Corporation (individually the "LLC" or the "Corporation", respectively, and collectively the "Entities") hereby certify that:

1. The Entities agree to merge.
2. The name, street address of its principal office and place of organization of each of the parties to this merger are:
 - A. Mercier, LLC, 15135 McGregor Blvd., Fort Myers, Florida 33908, organized under the laws of the State of Florida on May 9, 2007. Document Number L07000049212; FEIN 26-0150717.
 - B. RJK, INC. OF FT. MYERS, 15135 McGregor Blvd., Fort Myers, Florida 33908, organized under the laws of the State of Florida on April 2, 1997. Document Number P97000029685. FEIN 65-0735579.
3. The name of the surviving entity is "Mercier, LLC, a Florida Limited Liability Company", which is currently organized under the laws of the State of Florida. The name and address of its Managing Member is: Walter F. Mercier, 15135 McGregor Blvd., Fort Myers, Florida 33908.
4. The principal office of Mercier, LLC, a Florida Limited Liability Company is 15135 McGregor Blvd., Fort Myers, Florida 33908. The principal office of RJK, INC. OF FT. MYERS, a Florida Corporation is 15135 McGregor Blvd., Fort Myers, Florida 33908.
5. The Plan of Merger set forth herein meets the requirements of F.S. 608.438 and F.S. 607.1109, respectively, and has been approved by each Entity that is a party to this merger, in accordance with both Chapters 607 and 608 of the Florida Statutes.
6. The terms and conditions of this Plan of Merger were advised, authorized and approved by both the Manager and the sole Member of the LLC and by the Director and sole shareholder of the Corporation each by unanimous consent. No member of the LLC and no shareholder of the Corporation shall be required to make any additional capital contribution and no member or shareholder of either Entity shall receive any cash distribution as a result of the merger.
7. No amendment to the Articles of Organization of the successor LLC, Mercier, LLC, is required on account of the merger.
8. Prior to the merger, there was no difference in the class of ownership interests for each Entity. Following the merger, there will be no difference in the class ownership interests of the surviving LLC.
9. There are no other conditions to the merger except as are expressly set forth herein.

10. The manner and basis of converting the outstanding interests of the RJK, INC. OF FT. MYERS into the interests of Mercier, LLC, as the successor LLC are as follows:

See Exhibit "A" attached hereto and made a part hereof by reference.

11. The merger shall become effective as of the later date of July 1, 2007 or the date this Plan of Merger is filed with the Florida Department of State.

12. The Articles of Merger comply with and were executed in accordance with the laws of Florida, the applicable jurisdiction for both Entities.

In Witness Whereof each Entity has caused this Plan of Merger to be signed in its name and on its behalf by its authorized Manager and sole Member, sole Director and sole shareholder, respectively, and its seal to be hereunder affixed this 27 day of June, 2007. Each authorized person acknowledges that this Plan of Merger is the act and deed of the respective Entity on whose behalf the authorized person has executed this Plan of Merger, and, under the penalties of perjury, certifies that the matters and facts set forth herein are true and all material respects, to the best of that person's knowledge, information and belief.

MERCIER, LLC

By: Walter F. Mercier

Walter F. Mercier, Managing Member

MEMBER OF MERCIER, LLC

Walter F. Mercier

Walter F. Mercier, Sole Member

RJK, INC. OF FT. MYERS

By: Walter F. Mercier

Walter F. Mercier, President

DIRECTOR AND SHAREHOLDER OF
RJK, INC. OF FT. MYERS

Walter F. Mercier

Walter F. Mercier,
Sole Director and Sole Shareholder

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TALLAHASSEE, FLORIDA

EXHIBIT "A"

1. There are one thousand (1,000) shares of common stock of R.I.K. INC. OF FT. MYERS currently issues and outstanding in the name of Walter F. Mercier.
2. There are one hundred (100) Ownership Units of Mercier LCC currently issued and outstanding in the name of Walter F. Mercier.
3. There are no stock options, pledges, acquisition interests, or assessments as to either the outstanding common stock of the Corporation or the outstanding Ownership Units of the LLC.
4. Each share of the Corporation shall be converted to one-tenth (1/10th) of an Ownership Unit in the LLC, so that the resulting conversion will be one hundred (100) shares of the Corporation shall equal one hundred (100) LLC Ownership Units.
5. The resulting ownership, following the merger shall be as follows:
 - a) 100 shares of LLC Units previously owned by Walter F. Mercier:
 - b) 100 shares of Corporation stock, as converted previously owned by Walter F. Mercier
200 shares of Ownership Units in merged LLC owned by Walter Mercier

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