

LD7000006002

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

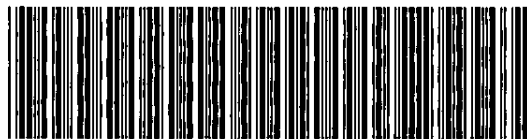
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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02/18/14--01049--003 **55.00

03/05/14--01005--004 **25.00

14 MAR -5 AM 10:15
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

APPROVED
AND
FILED

C. LEWIS
MAR 7, 2014
EXAMINER



FLORIDA DEPARTMENT OF STATE
Division of Corporations

February 20, 2014

DANIEL E. GEARY / ALL ABOUT U PROMOTIONAL PRODUCTS, LLC
3010 N. SUMMER LANE
CASA GRANDE, AZ 85122 US

SUBJECT: ALL ABOUT U PROMOTIONAL PRODUCTS, LLC
Ref. Number: L07000061002

We have received your document for ALL ABOUT U PROMOTIONAL PRODUCTS, LLC and check(s) totaling \$55.00. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

There is a balance due of \$25.00. Refer to the attached fee schedule for a breakdown of the fees. Please return a copy of this letter to ensure your money is properly credited.

The statute for limited liability companies is now 605 instead of 608. I am sending you the proper form.

We are enclosing the proper form(s) with instructions for your convenience.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6050.

Carolyn Lewis
Regulatory Specialist II

Letter Number: 914A00003894

COVER LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: All About U Promotional Products, LLC (Arizona)

Name of Surviving Party

The enclosed Certificate of Merger and fee(s) are submitted for filing.

Please return all correspondence concerning this matter to:

Daniel E. Geary

Contact Person

All About U Promotional Products, LLC

Firm/Company

3010 N Summer Lane

Address

Casa Grande, AZ 85122

City, State and Zip Code

gearyde@gmail.com

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Dan Geary

at

661

599-5511

Name of Contact Person

Area Code

Daytime Telephone Number



Certified copy (optional) \$30.00

STREET ADDRESS:

Amendment Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

MAILING ADDRESS:

Amendment Section
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

COVER LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: ALL ABOUT U PROMOTIONAL PRODUCTS, LLC
Name of Surviving Party AN ARIZONA LIMITED LIABILITY Co.

The enclosed Certificate of Merger and fee(s) are submitted for filing.

Please return all correspondence concerning this matter to:

DANIEL GEARY

Contact Person

ALL ABOUT U PROMOTIONAL PRODUCTS LLC

Firm/Company

3010 N SUMMER LANE

Address

CASA GRANDE, AZ 85122

City, State and Zip Code

GEARYDE @ GMAIL.COM

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

DAN GEARY

Name of Contact Person

at (661) 599-5511

Area Code

Daytime Telephone Number

☒ Certified copy (optional) \$30.00

STREET ADDRESS:

Amendment Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

MAILING ADDRESS:

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P. O. Box 6327
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AND
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**Certificate of Merger
For
Florida Limited Liability Company**

The following Certificate of Merger is submitted to merge the following Florida Limited Liability Company(ies) in accordance with s. 605.1025, Florida Statutes.

FIRST: The exact name, form/entity type, and jurisdiction for each merging party are as follows:

<u>Name</u>	<u>Jurisdiction</u>	<u>Form/Entity Type</u>
LO7000061002 ALL ABOUT U PROMOTIONAL PRODUCTS, LLC	FLORIDA	LLC
ALL ABOUT U PROMOTIONAL PRODUCTS, LLC	ARIZONA	LLC

SECOND: The exact name, form/entity type, and jurisdiction of the surviving party are as follows:

<u>Name</u>	<u>Jurisdiction</u>	<u>Form/Entity Type</u>
ALL ABOUT U PROMOTIONAL PRODUCTS, LLC	ARIZONA	LLC

THIRD: The merger was approved by each domestic corporation, limited liability company, partnership and/or limited partnership that is a party to the merger in accordance with the applicable provisions of Chapters 607, 605, 617, and/or 620, Florida Statutes.

FOURTH: Please check one of the boxes that apply to surviving entity:

This entity exists before the merger and is a domestic filing entity, the amendment, if any to its public organic record are attached.

This entity is created by the merger and is a domestic filing entity, the public organic record is attached.

This entity is created by the merger and is a domestic limited liability partnership or a domestic limited liability partnership, its statement of qualification is attached.

☒ This entity is a foreign entity that does not have a certificate of authority to transact business in this state. The mailing address to which the department may send any process served pursuant to s. 605.0117 and Chapter 48, Florida Statutes is:

3010 N. SUMMER LANE

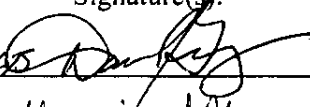
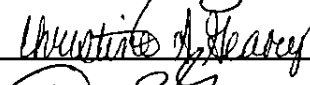
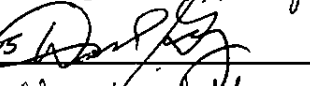
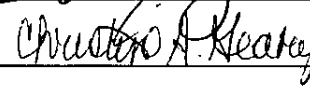
CASA GRANDE, AZ 85122-5176

FIFTH: This entity agrees to pay any members with appraisal rights the amount, to which members are entitled under ss.605.1006 and 605.1061-605.1072, F.S.

SIXTH: If other than the date of filing, the delayed effective date of the merger, which cannot be prior to nor more than 90 days after the date this document is filed by the Florida Department of State:

AS FILED BY ARIZONA CORPORATIONS COMMISSION

SEVENTH: Signature(s) for Each Party:

Name of Entity/Organization:	Signature(s):	Typed or Printed Name of Individual:
ALL ABOUT U PROMOTIONAL PRODUCTS LLC (FLORIDA)		DANIEL E. GEARY
ALL ABOUT U PROMOTIONAL PRODUCTS LLC (FLORIDA)		CHRISTINE A. GEARY
ALL ABOUT U PROMOTIONAL PRODUCTS LLC (ARIZONA)		DANIEL E. GEARY
ALL ABOUT U PROMOTIONAL PRODUCTS LLC (ARIZONA)		CHRISTINE A. GEARY

Corporations:	Chairman, Vice Chairman, President or Officer (If no directors selected, signature of incorporator.)
General partnerships:	Signature of a general partner or authorized person
Florida Limited Partnerships:	Signatures of all general partners
Non-Florida Limited Partnerships:	Signature of a general partner
Limited Liability Companies:	Signature of an authorized person

Fees:

For each Limited Liability Company:	\$25.00
For each Corporation:	\$35.00
For each Limited Partnership:	\$52.50
For each General Partnership:	\$25.00
For each Other Business Entity:	\$25.00
Certified Copy (optional):	\$30.00

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

14 MAR -5 AM 10:15

APPROVED
AND
FILED

APPROVED
AND
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Certificate of Merger

For

ALL ABOUT U PROMOTIONAL PRODUCTS, LLC

A Florida Limited Liability Company

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

E 07000061002

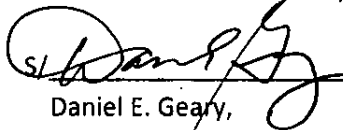
ARTICLES OF MERGER merging ALL ABOUT U PROMOTIONAL PRODUCTS, LLC, a Florida limited liability company, with and into ALL ABOUT YOU PROMOTIONAL PRODUCTS, LLC, an Arizona limited liability company:

1. Filed simultaneously with these Articles of Merger is the Agreement and Plan of Merger, attached hereto as Exhibit A (the "Plan"), pursuant to which ALL ABOUT U PROMOTIONAL PRODUCTS, LLC., a Florida limited liability company (the "Merged Company") is merging with and into ALL ABOUT YOU PROMOTIONAL PRODUCTS, LLC, an Arizona limited liability company (the "Surviving Company"), which is the surviving limited liability company.
2. The Surviving Company's known place of business is 3010 N Summer Lane, Casa Grande, AZ 85122.
3. The name and address of the statutory agent of the Surviving Company is Daniel E. Geary, 3010 N Summer Lane, Casa Grande, AZ 85122.
4. The attached plan of merger was approved by each other business entity that is party to the merger in accordance with the applicable laws of the state, county or jurisdiction under which such other business entity is formed, organized or incorporated. The two (2) sole members of the Merged Company who are the same two (2) members of the Surviving Company have approved the Plan by written consent pursuant to Section 29-752 of the Arizona Limited Liability Company Act and Chapters 607, 608, 617, and/or 620, Florida Statutes. The two (2) members of the Merged Company owned 100% of the Merged Company, constituting all ownership of the Merged Company and voted in favor of the merger. The two (2) members of the Surviving Company have approved the Plan by written consent pursuant to Section 29-752 of the Arizona Limited Liability Company Act.
5. The merger of the Merged Company with and into the Surviving Company shall be effective as of the time the Arizona Corporation Commission files the articles of merger for record.
6. The Surviving Company, not formed, organized or incorporated under the laws of Florida reports the Surviving Company's principal office address as **3010 N Summer Lane, Casa Grande, Arizona 85122**, in the State of Arizona.
7. The Surviving Company agrees to pay to any members with appraisal rights the amount, to which such members are entitled under ss.608.4351-608.43595, Florida Statutes.

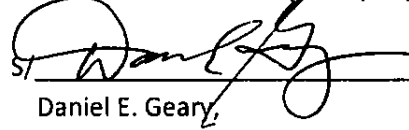
8. Inasmuch as the Surviving Company is not qualified to transact business in the State of Florida, the Surviving Company :
- a. Lists **3010 N Summer Lane, Casa Grande, Arizona 85122** as the street and mailing address of an office which the Florida Department of State may use for the purposes of s. 48.181, Florida Statutes.
 - b. Appoints the Florida Secretary of State as its agent for service of process in a proceeding to enforce obligations of each limited liability company that merged into such entity, including appraisal rights of its members under ss.608.4351-608.43595, Florida Statutes.

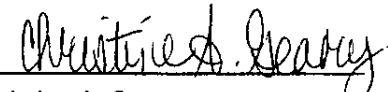
IN WITNESS WHEREOF, the undersigned have signed these Articles of Merger on this 14th day of February, 2014, and affirm the statements herein as true under penalties of false statement.

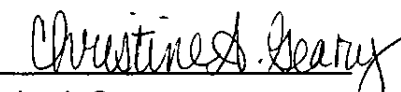
All About U Promotional Products, LLC
an Arizona Limited Liability Company


Daniel E. Geary,
Managing Member

All About U Promotional Products, LLC
a Florida Limited Liability Company


Daniel E. Geary,
Managing Member

s/ 
Christine A. Geary,
Managing Member

s/ 
Christine A. Geary,
Managing Member

APPROVED
AND
FILED
14 MAR -5 AM 10:15
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

APPROVED
AND
FILED

14 MAR -5 AM 10:15

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Exhibit A

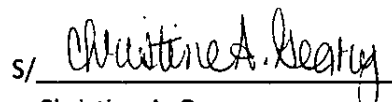
AGREEMENT AND PLAN OF MERGER of ALL ABOUT U PROMOTIONAL PRODUCTS, LLC., a Florida limited liability company (the "Merged Company") is merging with and into ALL ABOUT YOU PROMOTIONAL PRODUCTS, LLC, an Arizona limited liability company (the "Surviving Company"), which is the surviving limited liability company. At the Effective Time (as defined below), ALL ABOUT U PROMOTIONAL PRODUCTS, LLC, a Florida Company (the "Merged Company") shall be merged (the "Merger") with and into ALLABOUT U PROMOTIONAL PRODUCTS, LLC, an Arizona limited liability company (the "Surviving Company") in accordance with the provisions of Section 29-752 of the Arizona Limited Liability Company Act, and the Surviving Company shall continue in existence as the surviving limited liability company following the Merger.

1. The separate existence of the Merged Company as a limited liability company shall cease.
2. Effective Time. Pursuant to Section 29-754 of the Arizona Limited Liability Company Act the effective date shall be the time the Arizona Corporation Commission files the merger for record.
3. Ownership Interest. Each member of the Merging Company shall be granted the same ownership in the Surviving Company.
4. Terms and Conditions. Aside from provisions set forth in this Agreement and Plan of Merger, there are no further terms and conditions to the Merger.


IN WITNESS WHEREOF, the parties have caused this Agreement and Plan of Merger to be executed as of February 14, 2014.

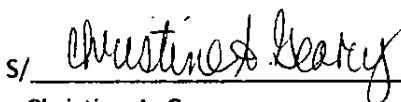
All About U Promotional Products, LLC
an Arizona Limited Liability Company

s/ 
Daniel E. Geary,
Managing Member

s/ 
Christine A. Geary,
Managing Member

All About U Promotional Products, LLC
a Florida Limited Liability Company

s/ 
Daniel E. Geary,
Managing Member

s/ 
Christine A. Geary,
Managing Member