## 1000017359

Jay E. Eckhaus, P.A. Attorney At Law 9121 North Military Trail Suite 107 Palm Beach Gardens, FL 33410				
(City/State/Zip/Phone #)	٠			
PICK-UP WAIT MAIL				
(Business Entity Name)				
(Document Number)				
Certified Copies Certificates of Status	ii.			

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FEB - 9 2011

**EXAMINER** 

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January 5, 2011

JAY E. ECKHAUS PA 9121 NORTH MILITARY TRAIL STE. 107 PALM BEACH GARDENS, FL 33410

SUBJECT: FINGERTIP ENTERPRISES LLC

Ref. Number: L07000077359

We have received your document for FINGERTIP ENTERPRISES LLC and your check(s) totaling \$50.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The effective date must be specific and cannot be prior to the date of filing.

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) 245-6967.

Letter Number: 011A00000446

Leslie Sellers Regulatory Specialist II

www.sunbiz.org

## **CERTIFICATE OF MERGER**

The following certificate of merger is being submitted in accordance with section 608.4382 Florida Statutes.

**FIRST:** The exact name, street address of its principal office, jurisdiction, and entity type for each **merging** party are as follows:

Name and Street Address	Jurisdiction	Entity Type
1. Fingertip Enterprises LLC	Florida	Limited Liability Company
9121 North Military Trail, Suite 107		
Palm Beach Gardens, FL 33410 Florida Document/Registration Number: L07000077359	FEI Number: 26-0634886	
2. Thumbnail LLC	Florida	Limited Liability Company
9121 North Military Trail, Suite 107		1 2
Palm Beach Gardens, Florida 33410		
Florida Document/Registration Number:	FEI Number:	
L07000082607	42-1738502	

**SECOND**: The exact name, street address of its principal office, jurisdiction, and entity type of the **surviving** party are as follows:

Name and Street Address	Jurisdiction	Entity Type
Fingertip Enterprises LLC	Florida	Limited Liability Company
9121 North Military Trail, Suite 107 Palm Beach Gardens, FL 33410 Florida Document/Registration Number:	FEI Number:	PH LIA
L07000077359	26-0634886	73 5 73 5 74 5 75 5

**THIRD:** The attached Plan of Merger meets the requirements of section 608.438 Florida Statutes, and was approved by each limited liability company that is a party to the merger in accordance with Chapter 608 Florida Statutes.

**<u>FOURTH:</u>** The attached Plan of Merger was approved by the all business entities that are parties to the merger in accordance with the respective laws of all applicable jurisdictions.

**FIFTH:** The surviving entity agrees to pay the members of each limited liability company that is a

party to the merger the amount, if any, to which they are entitled under section 608.4352, Florida Statutes.

**SIXTH:** If applicable, the surviving entity has obtained the written consent of each member or person that as a result of the merger is now a general partner of the surviving entity pursuant to section 608.4381(2) Florida Statutes.

**SEVENTH:** The merger is permitted under the respective laws of all applicable jurisdictions and is not prohibited by the agreement of any partnership or limited partnership or the regulations or articles of organization of any limited liability company that is a party to the merger.

**EIGHTH:** The merger shall become effective as of the date that this Certificate of Merger is filed with the Florida Secretary of State.

**NINTH:** The Certificate of Merger complies and was executed in accordance with the laws of each party's applicable jurisdiction.

**TENTH:** The number of votes of members of each party to the merger was sufficient for the approval of the merger after due notice or waiver of notice of meeting to vote on the merger was properly given to members of each party to the merger.

## **ELEVENTH: SIGNATURES FOR EACH PARTY:**

Dated: Palm Beach Gardens, Florida

February 3, 2011

Name of Entity

Fingertip Enterprises LLC

Signature(s)

Typed or Printed Name of Individual

Jay E. Eckhaus, Managing Director

Thumbnail LLC

Chai Irrevocable Trust By Vickie

Welles, Trustee

Sole Member

## PLAN OF MERGER

The following plan of merger, which was adopted and approved by each party to the merger in accordance with section 608.4381 Florida Statutes is being submitted in accordance with section 608.438 Florida Statutes.

**FIRST:** The exact name and jurisdiction of each **merging** party are as follows:

Name <u>Jurisdiction</u>

Fingertip Enterprises LLC Florida

Thumbnail LLC Florida

**SECOND:** The exact name and jurisdiction of the **surviving** party are as follows:

<u>Name</u> <u>Jurisdiction</u>

Fingertip Enterprises LLC Florida

**THIRD:** The terms and conditions of the merger are as follows:

The membership interests of the members of Thumbnail LLC are being acquired by Fingertip Enterprises LLC.

**FOURTH:** The manner and basis of converting the interests, shares, obligations or other securities of each merged party into the interests, shares, obligations or other securities of the survivor, in whole or in part, into cash or other property are as follows:

The membership interests in Thumbnail LLC will be immediately cancelled by the surviving party after acquisition of such membership interests. The Operating Agreement of the surviving party in effect prior to the merger shall continue and govern the operations of the surviving party and the interests of the members.

<u>FIFTH:</u> The merger shall become effective as of the date that this Certificate of Merger is filed with the Florida Secretary of State.

Dated: Palm Beach Gardens, Florida

February 3, 2011

Name of Entity Signature(s) Typed or Printed Name of Individual

Fingertip Enterprises LLC Jay E. Eckhaus, Managing Director

Thumbnail LLC Chai Irrevocable Trust By Vickie

Welles, Trustee Sole Member