

L07000109815

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DIVISION OF CORPORATIONS
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Hampton DEC 28 2007

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: LYNCH & TRAPP INVESTMENTS, LLC.
(Name of Surviving Party)

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

Please return all correspondence concerning this matter to:

JOHN LYNCH

(Contact Person)

NAI RAUCH, WEAVER, NORFLEET, KURTZ & Co.

(Firm/Company)

5300 N. FEDERAL HIGHWAY

(Address)

FORT LAUDERDALE, FL 33308

(City, State and Zip Code)

For further information concerning this matter, please call:

JOHN LYNCH

(Name of Contact Person)

at (954) 771-4400

(Area Code and Daytime Telephone Number)

☐ Certified copy (optional) \$30.00

STREET ADDRESS:

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

MAILING ADDRESS:

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



FLORIDA DEPARTMENT OF STATE
Division of Corporations

RECEIVED

07 DEC 24 PM 12:05

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

December 17, 2007

JOHN LYNCH
NAI RAVCH WEAVER NORFLETT KURTZ & CO
5300 N FEDERAL HWY
FT LAUDERDALE, FL 33308

SUBJECT: LYNCH & TRAPP INVESTMENTS, L.L.C
Ref. Number: L07000109815

We have received your document for LYNCH & TRAPP INVESTMENTS, L.L.C and check(s) totaling \$50.00. 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.

Your entity was administratively dissolved or its certificate of authority was revoked for failure to file the annual report/uniform business report as required by law. To reinstate this entity complete the enclosed application/report form.

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

Please return the corrected original and one copy of 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) 245-6855.

Tammy Hampton
Regulatory Specialist II
Registration/Qualification Section

Letter Number: 607A00070326

**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. 608.4382, 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>
JOHN J. LYNCH & JUDITH L. LYNCH, LLC	FLA	LLC L04000001476
PETER TRAPP & SUSAN TRAPP, LLC	FLA	LLC L04000001473

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>
LYNCH & TRAPP INVESTMENTS, LLC	FLA	LLC L07000109815

THIRD: The attached plan of 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, 608, 617, and/or 620, Florida Statutes.

FOURTH: The attached plan of merger was approved by each other business entity that is a party to the merger in accordance with the applicable laws of the state, country or jurisdiction under which such other business entity is formed, organized or incorporated.

FIFTH: If other than the date of filing, the 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:

SIXTH: If the surviving party is not formed, organized or incorporated under the laws of Florida, the survivor's principal office address in its home state, country or jurisdiction is as follows:

SEVENTH: If the survivor is not formed, organized or incorporated under the laws of Florida, the survivor agrees to pay to any members with appraisal rights the amount, to which such members are entitles under ss.608.4351-608.43595, F.S.

EIGHTH: If the surviving party is an out-of-state entity not qualified to transact business in this state, the surviving entity:

a.) Lists the following street and mailing address of an office, which the Florida Department of State may use for the purposes of s. 48.181, F.S., are as follows:

Street address: _____

Mailing address: _____

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 any appraisal rights of its members under ss.608.4351-608.43595, Florida Statutes.

NINTH: Signature(s) for Each Party:

Name of Entity/Organization:	Signature(s):	Typed or Printed Name of Individual:
JOHN J. LYNCH & JUDITH L. LYNCH, LLC	<i>John J. Lynch</i>	JOHN J. LYNCH
	<i>Judith L. Lynch</i>	JUDITH L. LYNCH
PETER TRAPP & SUSAN TRAPP, LLC	<i>Peter Trapp</i>	PETER TRAPP
	<i>Susan J. Trapp</i>	SUSAN TRAPP
_____	_____	_____
_____	_____	_____

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 a member or authorized representative

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

PLAN OF MERGER

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>
JOHN J. LYNCH & JUDITH L. LYNCH, LLC	FLA	LLC
PETER TRAPP & SUSAN TRAPP, LLC	FLA	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>
LYNCH & TRAPP INVESTMENTS, LLC	FL	LLC

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

The two merging LLC's, will have a 50% ownership in the surviving LLC.
PROFITS and LOSSES will be split equally BETWEEN the PARTIES.

(Attach additional sheet if necessary)

FOURTH:

A. The manner and basis of converting the interests, shares, obligations or other securities of each merged party into the interests, shares, obligations or others securities of the survivor, in whole or in part, into cash or other property is as follows:

The two MERGING LLC's will have an equal
50% OWNERSHIP IN THE SURVIVING LLC.

The principals of the MERGED LLC's are
the same PRINCIPALS as the SURVIVING
LLC.

(Attach additional sheet if necessary)

B. The manner and basis of converting rights to acquire the interests, shares, obligations or other securities of each merged party into rights to acquire the interests, shares, obligations or others securities of the survivor, in whole or in part, into cash or other property is as follows:

The rights to acquire any interest or
OBLIGATION shall FIRST Be offered to
the remaining, EXISTING OWNERS - PRINCIPALS,
then offered to the PUBLIC.

(Attach additional sheet if necessary)

FIFTH: Any statements that are required by the laws under which each other business entity is formed, organized, or incorporated are as follows:

N/A

(Attach additional sheet if necessary)

SIXTH: Other provisions, if any, relating to the merger are as follows:

N/A

(Attach additional sheet if necessary)