

L 07000110245

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

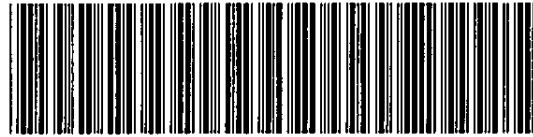
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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02/22/08--01004--023 **80.00

02/22/08--01004--024 **5.00

RECEIVED
08 FEB 22 PM 12:30
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

B. KOHR

FEB 25 2008

EXAMINER

FILED
08 FEB 22 PM 3:44
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CORPDIRECT AGENTS, INC. (formerly CCRS)
515 EAST PARK AVENUE
TALLAHASSEE, FL 32301
222-1173

FILING COVER SHEET
ACCT. #FCA-14

CONTACT: TRICIA TADLOCK

DATE: 02/22/08

REF. #: 0162.82141

CORP. NAME: 1010 WEST CASS STREET II, LLC

FILED
08 FEB 22 PM 3:44
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

- | | | |
|--|---|--|
| <input type="checkbox"/> ARTICLES OF INCORPORATION | <input type="checkbox"/> ARTICLES OF AMENDMENT | <input type="checkbox"/> ARTICLES OF DISSOLUTION |
| <input type="checkbox"/> ANNUAL REPORT | <input type="checkbox"/> TRADEMARK/SERVICE MARK | <input type="checkbox"/> FICTITIOUS NAME |
| <input type="checkbox"/> FOREIGN QUALIFICATION | <input type="checkbox"/> LIMITED PARTNERSHIP | <input type="checkbox"/> LIMITED LIABILITY |
| <input type="checkbox"/> REINSTATEMENT | <input checked="" type="checkbox"/> MERGER | <input type="checkbox"/> WITHDRAWAL |
| <input type="checkbox"/> CERTIFICATE OF CANCELLATION | | |
| <input type="checkbox"/> OTHER: | | |

STATE FEES PREPAID WITH CHECK# 524845
524844 FOR \$ 85.00

AUTHORIZATION FOR ACCOUNT IF TO BE DEBITED:

_____ COST LIMIT: \$ _____

PLEASE RETURN:

- | | | |
|--|--|---|
| <input checked="" type="checkbox"/> CERTIFIED COPY | <input checked="" type="checkbox"/> CERTIFICATE OF GOOD STANDING | <input type="checkbox"/> PLAIN STAMPED COPY |
| <input type="checkbox"/> CERTIFICATE OF STATUS | | |

Examiner's Initials

CERTIFICATE OF MERGER

08 FEB 22 PM 3:44
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Section 608.4382 of the Florida Limited Liability Company Act (the "Act"), 1010 WEST CASS STREET II, LLC, a Florida limited liability company ("1010 Cass II") and 1010 WEST CASS STREET, LLC, a Florida limited liability company ("1010 Cass"), approve and submit the following Certificate of Merger for the purpose of merging 1010 Cass II with and into 1010 Cass under the Act (the "Merger").

1. PLAN OF MERGER

The plan of merger for the Merger within the meaning of Section 608.438 of the Act (the "Plan of Merger") is as follows:

1.1 Parties to the Merger. The name of each limited liability company that is a party to the Merger and the jurisdiction of formation are as follows:

Name	Jurisdiction of Formation	Entity Type	Florida Document/ Registration No.
1010 West Cass Street II, LLC	Florida	Limited Liability Company	L08000018605
1010 West Cass Street, LLC	Florida	Limited Liability Company	L07000110245

1.2 Surviving Entity. 1010 Cass II shall be merged with into 1010 Cass, with 1010 Cass being the "surviving entity" of the Merger within the meaning of the Act.

1.3 Cancellation of Equity Interests. Immediately prior to the Merger, 1010 Cass owned one hundred percent (100%) of the membership interests in 1010 Cass II. On the effective date of the Merger, as a result of the Merger and without any action on the part of any of 1010 Cass II, 1010 Cass or their respective members, all of the membership interests in 1010 Cass II shall be cancelled and shall cease to exist.

1.4 Effective Date. The Merger shall be effective upon the filing of the Certificate of Merger with the Florida Department of State.

1.5 Effect of Merger. The Merger will have the effects specified in Section 608.4383 of the Act and other provisions of applicable law.

1.6 Filing of Certified Certificate of Merger. 1010 Cass shall cause a copy of the Certificate of Merger which has been certified by the Florida Department of State to be filed in the recording office of each county in which real property is held by 1010 Cass II immediately prior to the Merger.

2. APPROVAL OF PLAN OF MERGER

The Plan of Merger was approved by 1010 Cass II and 1010 Cass in accordance with Section 608.4381 and other applicable provisions of the Act.

3. EFFECTIVE DATE OF MERGER

The Merger shall be effective upon the filing of this Certificate of Merger with the Florida Department of State.

4. COUNTERPARTS; FACSIMILE

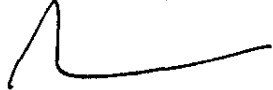
This Certificate of Merger may be executed in one or more counterparts, each of which will be deemed an original but all of which together will constitute one instrument. A facsimile or electronic copy of this Certificate of Merger and any signatures thereon shall be considered an original for all purposes.

[Signature Page Follows]

SIGNATURE PAGE TO CERTIFICATE OF MERGER

IN WITNESS WHEREOF, this Certificate of Merger have been executed in accordance with the requirements of Section 608.4382 of the Act by the parties as of the 22nd day of February, 2008.

1010 WEST CASS STREET II, LLC,
a Florida limited liability company

By: 
Name: S. Katherine Frazier
Title: Manager

1010 WEST CASS STREET, LLC,
a Florida limited liability company

By: 
S. Katherine Frazier, Manager