

L0700011121

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
10 FEB -4 PM 2:48

T. HAMPTON

FEB -5 2010

EXAMINER

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: HERITAGE TITLE & ESCROW, 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:

ANDREW S. LEE, ESQ.

Contact Person

HERITAGE TITLE & ESCROW, LLC

Firm/Company

2853 EXECUTIVE PARK DR., # 201

Address

WESTON, FL 33331

City, State and Zip Code

HERITAGE TITLE CO @ BLSOUTH.NET

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

For further information concerning this matter, please call:

ANDREW LEE

Name of Contact Person

at (954) 384-9601

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

10 JAN 25 PM 4:00

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

January 11, 2010

ANDREW S LEE, ESQ
HERITAGE TITLE & ESCROW, LLC
2853 EXECUTIVE PARK DR - # 201
WESTON, FL 33331

SUBJECT: HERITAGE TITLE & ESCROW, LLC
Ref. Number: L07000111121

We have received your document for HERITAGE TITLE & ESCROW, LLC and your check(s) totaling \$60.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The plan of merger must contain the terms and conditions of the merger.

The plan of merger must contain 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.

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: 510A00000761



FLORIDA DEPARTMENT OF STATE
Division of Corporations

RECEIVED

10 FEB -4 PM 4:00

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

January 26, 2010

ANDREW S LEE, ESQ
HERITAGE TITLE & ESCROW, LLC
2853 EXECUTIVE PARK DR - # 201
WESTON, FL 33331

SUBJECT: HERITAGE TITLE & ESCROW, LLC
Ref. Number: L0700011121

We have received your document for HERITAGE TITLE & ESCROW, LLC and your check(s) totaling \$60.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

You failed to make the correction(s) requested in our previous letter.

The plan of merger must contain the terms and conditions of the merger.

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: 010A00002127

**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>
HERITAGE TITLE ESCROW, INC.	FLA.	CORP.
P03000017280		

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>
HERITAGE TITLE ESCROW, LLC	FLA	LLC
L67000111121		

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:

N/A

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:

N/A

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:

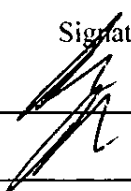
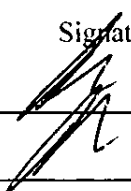
a.) Lists the following street and mailing address of an office, which the Florida Department of State may use for the purposes of s. 48.181, F.S., are as follows:

Street address: N/A

Mailing address: N/A

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:
HEATAC TITLE & ESCROW, INC.		ANDREW LEE, President
HEATAC TITLE & ESCROW, LLC		ANDREW LEE, MEMBER

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>
<u>HORITALE TITLE & ESCROW, INC</u>	<u>FLA</u>	<u>INC./CORP</u>

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>
<u>HORITALE TITLE & ESCROW, LLC</u>	<u>FLA</u>	<u>LLC</u>

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

ALL INTERESTS, SHARES AND OBLIGATIONS OF THE MERGING PARTY
ARE CONVERTED INTO THE INTERESTS, SHARES, OBLIGATIONS OF THE
SURVIVOR ON A 1 TO 1 BASIS.

(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:

AS THE SHAREHOLDERS OF HEARTAGI TITLE ESCROW, INC ARE
IDENTICAL TO THE MEMBERS OF THE SURVIVOR HEARTAGI TITLE
ESCROW, LLC, THE INTERESTS, SHARES AND OBLIGATIONS OF THE
MERGED PARTY ARE CONVERTED INTO THE INTERESTS, SHARES AND
OBLIGATION OF THE SURVIVOR ON A 1 TO 1 BASIS.

(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:

N/A

(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:

(Attach additional sheet if necessary)

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

(Attach additional sheet if necessary)