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MERGER OR SHARE EXCHANGE

REINFRIED FAMILY, LLC

Certificate of Status	0
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JUN 11 2008

EXAMINER

CERTIFICATE OF MERGER

Pursuant to the provisions of the Chapters 608 and 620 of the Florida Statutes. The Reinfried Family Partnership, a General Partnership under the laws of the State of Florida (the "merging company"), and Reinfried Family, LLC, a limited liability company created under the laws of the State of Florida (the "surviving company") adopt the following articles of merger.

1. Names of Merging Companies

The names of the partnership and the limited liability company that are merging are The Reinfried Family Partnership, a general partnership under the laws of the State of Florida and Reinfried Family, LLC, a limited liability company organized under the laws of the State of Florida.

2. Name of Surviving Limited Liability Company

Reinfried Family, LLC will be the surviving limited liability company in this merger.

3. Plan of Merger

A copy of the Plan of Merger between the partnership and the surviving company is attached to the Certificate on Exhibit "A".

4. Member Approval

4.1 Approval by Members of Merging Company. In accordance with the terms of the partnership agreement of the merging company, the plan of merger was approved by a vote of all of the partners of the merging company at a meeting of the partners of the company held on September 15, 2007 and as confirmed by Agreement with an Effective Date of April 11, 2008.

4.2 Approval by Members of Surviving Company. The plan of merger was approved by the written consent signed by the sole member of the company. The effective date of the consent was April 11, 2008.

5. Effective Date

This merger of the merging company into the surviving company will be effective under the laws of the State of Florida when these articles of merger are filed with the Secretary of State of the State of Florida.

3 - Liquidation Agreement

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MERGING COMPANY:

The Reinfried Family Partnership,
a Florida General Partnership organized
under the laws of the State of Florida

By: 
Name: Greta Corazza
Its: Manager

SURVIVING COMPANY:

Reinfried Family, LLC, a limited liability
company organized under the laws of the State
of Florida

By: 
Name: Greta Corazza
Its: Manager

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PLAN OF MERGER

DATE: April 11, 2008

PARTIES: The Reinfried Family Partnership, a general partnership, created under the laws of the state of Florida (the "partnership")

Reinfried Family, LLC, a limited liability company created under the laws of the state of Florida (the "surviving company")

AGREEMENTS:

1. Merger

On the effective date, as defined below, the partnership will be merged with and become a part of the surviving company.

2. Effect of Merger

2.1 Single Limited Liability Company. At the time of this merger, the separate existence of the partnership will cease, both the partnership and the surviving company will be a single limited liability company, and that single limited liability company will be the surviving company.

2.2 Title to Assets. At the time of this merger, the title to all real estate and other property owned by the partnership and the surviving company will be vested in the surviving company without reversion or impairment, and without further act or deed.

2.3 Liabilities and Obligations. At the time of this merger, the surviving company will assume all liabilities and obligations of the partnership.

2.4 Pending Proceedings. Any proceeding pending against the partnership or the surviving company at the time of this merger may be continued as if the merger did not occur. If the proceeding involves the partnership, the surviving company may be substituted as a party to the proceeding.

2.5 Articles of Organization. The articles of organization of the surviving company will not be amended or otherwise affected by the merger.

Managers. The managers of the surviving company who is serving at the time of this merger will continue to serve as a manager until the next meeting of members called for the purpose of electing managers, or until the manager's earlier death, resignation, or removal.

Members. The partnership is the sole member of the surviving company. At the time of this merger the partnership will cease to exist as a separate entity and will not be a

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Exhibit "A" page 2 of 2

member of the surviving company after this merger. At the time of this merger, each of the members of the partnership will become a member of and shall be all of the members of the surviving company. The ownership interests and capital accounts of the members of the surviving company following the merger will be determined under the terms of the merger agreement.

3. Effective Date

The effective date of this merger will be the date on which a certificate of merger is filed in accordance with Chapters 608 and 620 of the Florida Statutes. A Certificate of Merger must be filed promptly following the approval of this plan by the partners of the partnership and the members of the surviving company.

4. Governing Law

The validity and interpretation of this plan will be governed by the laws of the state of Florida.

PARTNERSHIP:

The Reinfried Family Partnership, a general partnership organized under the laws of the State of Florida

By: Greta Corazza
Name: Greta Corazza
Its: Manager
Date of Execution: 3-26-08

SURVIVING COMPANY:

Reinfried Family, LLC, a limited liability company organized under the laws of the State of Florida

By: Greta Corazza
Name: Greta Corazza
Its: Manager
Date of Execution: 3-26-08

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