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SECRETARY OF STATE
TALLAHASSEE FLORIDA

FRAZIER & FRAZIER
ATTORNEYS AT LAW
SUITE A
1515 RIVERSIDE AVENUE
JACKSONVILLE, FLORIDA 32204

TELEPHONE (904) 353-5616
FACSIMILE (904) 353-5619

KRISTOPHER D. ROBINSON

Writer's Email Address
kdr_jax@bellsouth.net

June 24, 2009

VIA CERTIFIED MAIL
R/R/R # 7002 0460 0003 7374 7804

Registration Section
Division of Corporation
Clifton Building
2661 Executive Center Circle
Tallahassee, Florida 32301

Re: Merger into BWM Family Holdings, LLC

Dear Sirs:

Please find enclosed the following documents for appropriate attention on your part:

(a) Two executed copies of Certificate of Merger in connection with the merger of 3650 St. Johns Avenue, LLC; 1720 Kings Street, LLC; 2711 St. Johns Avenue, LLC; 2719 St. Johns Avenue, LLC; and 2725 St. Johns Avenue, LLC (all Florida limited liability companies) into BWM Family Holdings, LLC, a Florida limited liability company.

(b) Check payable to Florida Department of State in the amount of \$150.00 to recover the required filing fee for six (6) limited liability companies.

I would greatly appreciate it if you would please file the above referenced Certificate of Merger and affix your receiving stamp on the extra executed copy of the Certificate of Merger and return same to me as an acknowledgment copy in the enclosed self-addressed and postage-prepaid envelope enclosed herewith.

Should you have any questions or concerns, please feel free to contact me as the authorized representative of all the affected limited liability companies. Thank you for your attention to these matters.

Very truly yours,



Kristopher D. Robinson

KDR:wmg
Enclosures

cc: Bette W. Mackoul, Manager

CERTIFICATE OF MERGER
FOR
FLORIDA LIMITED LIABILITY COMPANY

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09 JUN 30 PM 12:31

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The following Certificate of Merger is submitted to merge the following Florida Limited Liability Companies in accordance with Section 608.4382, Florida Statutes.

FIRST: The exact name, form/entity type, and jurisdiction for each merging party are as follows:

<u>Name</u>	<u>Form/Entity Type</u>	<u>Jurisdiction</u>
3650 St. Johns Avenue, LLC	LLC <u>LL8-4995</u>	Florida
1720 Kings Street, LLC	LLC <u>LO8-4997</u>	Florida
2711 St. Johns Avenue, LLC	LLC <u>LO8-5007</u>	Florida
2719 St. Johns Avenue, LLC	LLC <u>LO8-5001</u>	Florida
2725 St. Johns Avenue, LLC	LLC <u>LO8-5000</u>	Florida

SECOND: The exact name, form/entity type and jurisdiction of the surviving party are as follows:

<u>Name</u>	<u>Form/Entity Type</u>	<u>Jurisdiction</u>
BWM Family Holdings, LLC	LLC <u>LO8-4993</u>	Florida

THIRD: The attached Plan of Merger was approved by each limited liability company that is a party to the merger in accordance with the applicable provisions of Chapters 608 of the Florida Statutes.

FOURTH: The attached Plan of Merger was approved by each of the business entities 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 no more than 90 days after the date this document is filed with the Florida Department of State, is: Upon the date of filing.

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, county or jurisdiction is as follows: Not applicable.

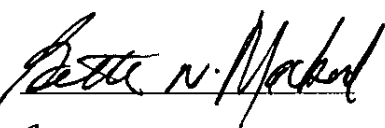
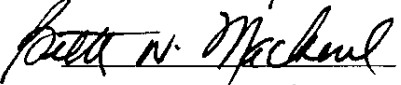
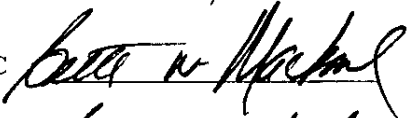
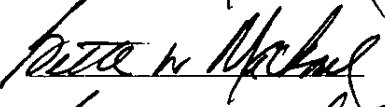
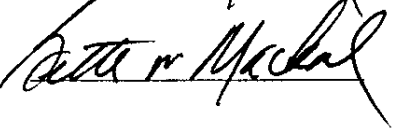
SEVENTH: If the survivor is not formed, organized or incorporated under the laws of Florida, the survivor agrees to pay to any members with appraisal rights the amount to which such members are entitled under Sections 608.4351 - 608.43595, Florida Statutes.

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 purpose of Section 48.181 of the Florida Statutes: Not Applicable.

(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 Sections 608.4351 - 608.43595, Florida Statutes.

NINTH: Signature(s) for each party:

<u>Name of Entity</u>	<u>Signature(s)</u>	<u>Typed or Printed Name of Individual</u>
3650 St. Johns Avenue, LLC		Bette W. Mackoul, Manager
1720 Kings Street, LLC		Bette W. Mackoul, Manager
2711 St. Johns Avenue, LLC		Bette W. Mackoul, Manager
2719 St. Johns Avenue, LLC		Bette W. Mackoul, Manager
2725 St. Johns Avenue, LLC		Bette W. Mackoul, Manager

PLAN OF MERGER

FIRST: The exact name, form/entity type, and jurisdiction for each merging party are as follows:

<u>Name</u>	<u>Form/Entity Type</u>	<u>Jurisdiction</u>
3650 St. Johns Avenue, LLC	LLC	Florida
1720 Kings Street, LLC	LLC	Florida
2711 St. Johns Avenue, LLC	LLC	Florida
2719 St. Johns Avenue, LLC	LLC	Florida
2725 St. Johns Avenue, LLC	LLC	Florida

SECOND: The exact name, form/entity type, and jurisdiction of the surviving party are as follows:

<u>Name</u>	<u>Form/Entity Type</u>	<u>Jurisdiction</u>
BWM Family Holdings, LLC	LLC	Florida

THIRD: The terms and conditions of the merger are as follows: The surviving limited liability company is the sole owner of all merging limited liability companies and therefore is consolidating its operations for administrative convenience.

(Attach additional sheet(s) 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 other securities of the survivor, in whole or in part, into cash or other property is as follows: The surviving limited liability company will receive the assets of the merging limited liability companies in exchange for its interest, shares, obligations or other securities held in each merged party.

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 other securities of the survivor, in whole or in part, into cash or other property is as follows: The rights to acquire the interest, shares, obligations or other securities of each merged party will be exchanged for the receipt of the assets of each merged party.

FIFTH: Any statements that are required by the laws under which each other business entity is formed, organized, or incorporated are as follows: Not applicable.

SIXTH: Other provisions, if any, relating to the merger are as follows: Not applicable.

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