

LO800012103

Florida Department of State
Division of Corporations
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**MERGER OR SHARE EXCHANGE
INACTIVE COMPANIES, LLC**

Certificate of Status	0
Certified Copy	0
Page Count	01
Estimated Charge	\$340.00

[Handwritten signature]

2024 APR 30 AM 10:31

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April 29, 2024

FLORIDA DEPARTMENT OF STATE
Division of Corporations

INACTIVE COMPANIES, LLC
700 N.W. 107TH AVENUE
MIAMI, FL 33179

SUBJECT: INACTIVE COMPANIES, LLC
REF: L08000012103

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The merger must be signed by all merging parties. The signature for INACTIVE COMPANIES, LLC is missing from the merger form.

Please return 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) 245-6050.

Tammi Cline
Regulatory Specialist II Supervisor

FAX Aud. #: B24000146635
Letter Number: 624A00009278

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**Articles of Merger
For
Florida Limited Liability Company**

The following Articles of Merger is submitted to merge the following Florida Limited Liability Company(ies) in accordance with s. 605.1025, 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>
UPWARD AMERICA BRANCH VILLAGE PROPERTY OWNER, LP	Delaware	Limited Partnership
UPWARD AMERICA SOUTHEAST ACQUISITIONS, LP 622-562	Delaware	Limited Partnership
UPWARD AMERICA PRESTON ESTATES PROPERTY OWNER, LP 623-384	Delaware	Limited Partnership
UPWARD AMERICA OYSTER CREEK PROPERTY OWNER, LP 623-386	Delaware	Limited Partnership
UPWARD AMERICA CENTRAL ACQUISITIONS, LP	Delaware	Limited Partnership
UPWARD AMERICA C5 RESIDENCES PROPERTY OWNER, LP 623-390	Delaware	Limited Partnership

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>
INACTIVE COMPANIES, LLC 608-18103	Florida	Limited Liability Company

THIRD: The merger was approved by each domestic merging entity that is a limited liability company in accordance with ss.605.1021-605.1026; by each other merging entity in accordance with the laws of its jurisdiction; and by each member of such limited liability company who as a result of the merger will have interest holder liability under s.605.1023(1)(b).

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FOURTH: Please check one of the boxes that apply to surviving entity: (if applicable)

- ☒ This entity exists before the merger and is a domestic filing entity, the amendment, if any to its public organic record are attached.
- ☐ This entity is created by the merger and is a domestic filing entity, the public organic record is attached.
- ☐ This entity is created by the merger and is a domestic limited liability limited partnership or a domestic limited liability partnership, its statement of qualification is attached.
- ☐ This entity is a foreign entity that does not have a certificate of authority to transact business in this state. The mailing address to which the department may send any process served pursuant to s. 605.0117 and Chapter 48, Florida Statutes is:

FIFTH: This entity agrees to pay any members with appraisal rights the amount, to which members are entitled under ss.605.1006 and 605.1061-605.1072, F.S.

SIXTH: If other than the date of filing, the delayed 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:

Note: If the date inserted in this block does not meet the applicable statutory filing requirements, this date will not be listed as the document's effective date on the Department of State's records.

SEVENTH: Signature(s) for Each Party:

Name of Entity/Organization:	Signature(s):	Typed or Printed Name of Individual:
UPWARD AMERICA BRANCH VILLAGE PROPERTY OWNER, LP	/s/ Caitlin Lazarus	Caitlin Lazarus, Attorney-in-Fact
UPWARD AMERICA SOUTHEAST ACQUISITIONS, LP	/s/ Caitlin Lazarus	Caitlin Lazarus, Attorney-in-Fact
UPWARD AMERICA PRESTON ESTATES PROPERTY OWNER, LP	/s/ Caitlin Lazarus	Caitlin Lazarus, Attorney-in-Fact
UPWARD AMERICA OYSTER CREEK PROPERTY OWNER, LP	/s/ Caitlin Lazarus	Caitlin Lazarus, Attorney-in-Fact
UPWARD AMERICA CENTRAL ACQUISITIONS, LP	/s/ Caitlin Lazarus	Caitlin Lazarus, Attorney-in-Fact
UPWARD AMERICA C5 RESIDENCES PROPERTY OWNER, LP	/s/ Caitlin Lazarus	Caitlin Lazarus, Attorney-in-Fact
Inactive Companies, LLC	/s/ Caitlin Lazarus	Caitlin Lazarus, Attorney-in-Fact
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 an authorized person	

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