

LO8000013755

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

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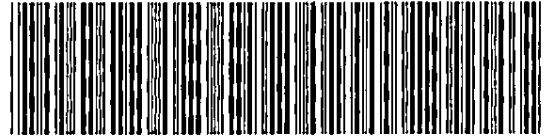
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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19 JAN 28 AM 11:13
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2019 JAN 28 AM 9:50
SECRETARY OF STATE
TALLAHASSEE, FL

RECEIVED
JAN 28 2019

CORPORATION SERVICE COMPANY
1201 Hays Street
Tallahassee, FL 32301
Phone: 850-558-1500

ACCOUNT NO. : I20000000195

REFERENCE : 602912 4389550

AUTHORIZATION :

COST LIMIT : \$50.00

ORDER DATE : January 25, 2019

ORDER TIME : 9:29 AM

ORDER NO. : 602912-005

CUSTOMER NO: 4389550

ARTICLES OF MERGER

CROSSINGS 11156, LLC

INTO

CROSSINGS DEVELOPMENT,
LLC

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

____ CERTIFIED COPY
XX PLAIN STAMPED COPY

CONTACT PERSON: Roxanne Turner

EXAMINER'S INITIALS: _____

FILED

2019 JAN 28 AM 9:50

ARTICLES AND PLAN OF MERGER

The following constitutes a plan of merger in accordance with Florida Statutes §605.1022 and articles of merger prepared for filing in accordance with Florida Statutes §605.1025.

1. Merging Entity.

The exact name, entity type, jurisdiction of formation and document number of the merging entity are as follows:

<u>Name</u>	<u>Jurisdiction</u>	<u>Entity Type</u>	<u>Document Number</u>
Crossings 11156, LLC	Florida	Limited liability company	L18000266645

2. Surviving Entity.

The exact name, entity type, jurisdiction of formation and document number of the surviving entity are as follows:

<u>Name</u>	<u>Jurisdiction</u>	<u>Entity Type</u>	<u>Document Number</u>
Crossings Development, LLC	Florida	Limited liability company	L08000013755

3. Approval.

These Articles and Plan of Merger were approved by each limited liability company that is a party to the merger in accordance with Florida Statutes §§605.1021-605.1026; and by each member of such limited liability company who as a result of the merger will have interest holder liability under Florida Statutes §605.1023(1)(b).

4. Articles of Organization and Operating Agreement of the Surviving Entity.

The surviving entity is Crossings Development, LLC, a Florida limited liability company, and its articles of organization will not be changed as a result of this merger. The Operating Agreement of Crossings 11156, LLC on the effective date of this merger will be the Operating Agreement of Crossings Development, LLC at the effective date of this merger.

5. Terms and Conditions of Merger.

The merger shall take effect upon filing these Articles and Plan of Merger with the Secretary of State, State of Florida. The surviving entity, Crossings Development, LLC, retains, ratifies and confirms all of its assets and liabilities, including, but not limited to, any obligations owing by Crossings Development, LLC under any credit facility or secured by any mortgage on any assets of Crossings Development, LLC.

6. Manner and Basis of Converting Interests of the Members.

The interests of the members of Crossings Development, LLC will be unchanged by this merger, except that after the merger, Crossings Development, LLC and its members will be governed by the Operating Agreement of the merging entity which will be the Operating Agreement of Crossings Development, LLC after the merger. For the avoidance of doubt, before and as of the effective date of the merger, each member of Crossings Development, LLC owns an equal 1/3 member interest therein. The interests of the members of Crossings 11156, LLC will be converted upon the effective date into the right of each such member to receive cash in the aggregate amount of fifty dollars. There are no and shall be no continuing rights to acquire interests in any company.

7. Effective Date of the Merger.

The merger shall be effective upon filing these Articles and Plan of Merger with the Secretary of State, State of Florida.

8. Provision Authorizing Abandonment.

No party to this merger is authorized to abandon the proposed merger.

9. Appraisal and Appraisal Rights.

The surviving entity agrees to pay any members with appraisal rights the amount, if any, to which such members are entitled under Florida Statutes §§605.1006 and 605.1061-605.1072.

WITNESS our signatures this 23rd day of January, 2019.

Crossings 11156, LLC

Crossings Development, LLC

By: James C. Welch
James C. Welch, Member

By: Diane Vines
Diane Vines, Member