

108000020144

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Merger

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SECRETARY OF STATE
DIVISION OF CORPORATION
08 FEB 29 PM 3:35

G. MCLEOD

MAR - 3 2008

EXAMINER

Ken LaMotte
5125 Joewood Drive
Sanibel Island, FL 33957
239.472.3271

Florida Department of State
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

February 28, 2008


Fisland Ventures LLC Document L08000020144

Enclosed is a Certificate of Merger to effect the merger, as of February 29, 2008, the date this is delivered to you by FedEx, of Island Ventures LLC (a MI LLC) into Fisland Ventures LLC (a FL LLC) pursuant to a discussion with your office earlier this week.

Also enclosed is a check payable to the Florida Department of State in the amount of \$50 - \$25 for each limited liability company involved in the transaction.

A Certificate of Merger is being filed with the MI Department of Labor & Economic Growth, Bureau of Commercial Services, too to complete the required MI paper work , again effective February 29, 2008.

I thank you for your handling of this. If there are any questions, please contact me ASAP.



Kenneth J. LaMotte
5125 Joewood Drive
Sanibel, FL 33957
239-472-3271

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Fisland Ventures 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:

Kenneth J. LaMotte - Manager

(Contact Person)

(Firm/Company)

5125 Joewood Drive

(Address)

Sanibel, FL 33957

(City, State and Zip Code)

For further information concerning this matter, please call:

Kenneth J. LaMotte

(Name of Contact Person)

at (239)

472-3271

(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

FILED
SECRETARY OF STATE
DIVISION OF CORPORATION

08 FEB 29 PM 3: 36

**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>
Fisland Ventures LLC	Florida	LLC
Island Ventures LLC	Michigan	LLC

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>
Fisland Ventures LLC	Florida	LLC

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:

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:

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 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:

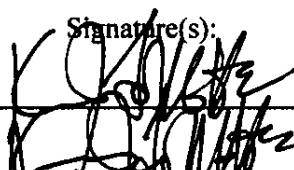
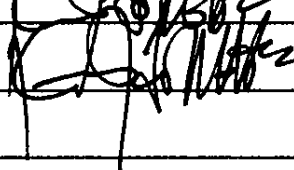
a.) Lists the following street and mailing address of an office, which the Florida Department of State may use for the purposes of s. 48.181, F.S., are as follows:

Street address: _____

Mailing address: _____

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:
Fisland Ventures LLC		Kenneth J. LaMotte
Island Ventures LLC		Kenneth J. LaMotte
_____	_____	_____
_____	_____	_____

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

<u>Fees:</u> 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

<u>Certified Copy (optional):</u>	\$30.00
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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>
Island Ventures LLC	Michigan	LLC

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>
Fisland Ventures LLC	Florida	LLC

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

(Attach additional sheet if necessary)

Attachment

Second – N/A

Third:

The Merging Party will be merged into and with the Surviving Party, and the separate existence of the Merging Party will cease. Fisland Ventures LLC will be the Surviving Party.

The Articles of Organization of the Surviving Party will be the Articles of Organization of the Surviving Party.

The Operating Agreement of the Surviving Party will be the Operating Agreement of the Surviving Party.

The manager(s) of Fisland Ventures LLC will be the manager(s) of the Surviving Party, until their respective successors have been duly elected or appointed or until their earlier death, resignation or removal in accordance with the Surviving Party's Operating Agreement.

Fourth A - - N/A

Fourth B

Each membership interest in the Merging Party will (without further action of the Merging Party or the Surviving Party) thereupon become converted into a like membership interest in the Surviving Party.

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:

(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:

(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:

NONE

(Attach additional sheet if necessary)

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

NONE

(Attach additional sheet if necessary)