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EXAMINER

# O'CONNOR & ASSOCIATES

Attorneys at Law

PATRICK M. O'CONNOR\*  
SHERI L. GERWE\*\*

\* LL.M. - Taxation  
\*\*Also admitted in Illinois

1250 South Belcher Road, Suite 160  
Largo, Florida 33771

Telephone (727) 539-6800

Facsimile (727) 536-5936

E-mail: potaxlaw@aol.com

December 23, 2011  
File No.: 3234-0300

Amendment Section  
Division of Corporations  
P.O. Box 6327  
Tallahassee, Florida 32314

RE: Articles of Merger for V R of Pinellas, Inc., into RJI Enterprises, LLC.

To Whom It May Concern:

Enclosed please find the signed original and one signed copy of the Articles of Merger and a copy of the Plan of Merger of the above referenced Corporation's. We have also enclosed a check in the amount of \$105.00 for the filing fees of the Articles of Merger. Please mail me the copy of the Articles of Merger with the appropriate stamped information in the enclosed self addressed stamped envelope.

If you have any questions, please do not hesitate to call us.

Very truly yours,

O'CONNOR & ASSOCIATES



Patrick M. O'Connor

PMO/psb  
Enclosures

IRS Circular 230 Disclosure:

Please be advised that any discussion of U.S. tax matters contained within this communication (including any attachments) is not intended or written to be used and cannot be used for the purpose of (i) avoiding U.S. tax related penalties or (ii) promoting, marketing or recommending to another party any transaction or matter addressed herein.

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**CERTIFICATE OF MERGER OF  
V R OF PINELLAS, INC., INTO RJI ENTERPRISES, LLC**

P04-62963

L08-65201

Pursuant to the provisions of Chapter 607 including Sections 607.1108 and 607.1109 and Chapter 608 including Sections 608.438, 608.4382, and 608.4383 Florida Statutes, the above referenced Corporations hereby file this Certificate of Merger and state:

Article I

The Plan of Merger (the "Plan") is attached hereto as Exhibit "A" and is incorporated herein by reference.

Article II

The names of the corporations subject to this merger are RJI Enterprises, LLC, (the "Surviving Corporation") and V R of Pinellas, Inc., (the "Merging Corporation").

Article III

The effective date of the merger shall be January 1, 2012.

Article IV

The Plan was unanimously approved by the Shareholders and Directors of V R of Pinellas, Inc., and unanimously approved by the Managers and Members of RJI Enterprises, LLC as required by and in accordance with Chapters 607 and 608 of the Florida Statutes.

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TALLAHASSEE, FLORIDA

Article V

The date that the merger was adopted by the Members and Managers of the Surviving Corporation was DECEMBER 22, 2011. The date of the merger was adopted by the Shareholders and Directors of the Merging Corporation was DECEMBER 22, 2011.

The parties hereto set their seal as of the date below written.

THE SURVIVING COMPANY:

RJI ENTERPRISES, LLC, a Florida limited liability company

Dated: DECEMBER 22, 2011

By: 

Print Name: Raphael Vazquez  
Title: Manager

THE MERGING CORPORATION:

VR OF PINELLAS, INC., a Florida corporation

Dated: DECEMBER 22, 2011

By: 

Print Name: Raphael Vazquez  
Title: President

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TALLAHASSEE, FLORIDA

**PLAN OF MERGER BETWEEN V R OF PINELLAS, INC.,  
(THE "MERGING CORPORATION") AND RJI ENTERPRISES, LLC  
(THE "SURVIVING CORPORATION")**

Pursuant to the provisions of Sections 607.1108 through 607.1110 and 608.438 through 608.4383 Florida Statutes, the above referenced Corporations by and through their Shareholders, Directors, Managers and Members do unanimously adopt, ratify and confirm this Plan of Merger (the "Plan") between the two Corporations and states:

Article I

The names of the Corporations subject to this merger are V R of Pinellas, Inc., a Florida corporation, and RJI Enterprises, LLC, a Florida limited liability company.

Article II

V R of Pinellas, Inc., shall be the "Merging Corporation" and RJI Enterprises, LLC, shall be the "Surviving Corporation".

Article III

The merger shall have an effective date of January 1, 2012. All of the stock of V R of Pinellas, Inc., shall be tendered to the Surviving Corporation and membership certificates in the Surviving Corporation shall be issued to the previous Shareholders of the Merging Corporation in such amounts as agreed to by the parties. Both the Surviving Corporation and Merging Corporation have common ownership in that the Shareholders of V R of Pinellas, Inc., are currently the same as the Members of RJI Enterprises, LLC.

Article IV

The name of the Surviving Corporation shall be RJI Enterprises, LLC.

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TALLAHASSEE, FLORIDA



Article V

The address of the principal place of business of the Surviving Corporation shall be 1527 South Missouri Avenue, Clearwater, Florida 33756. The registered agent shall be Carol Hamilton, 1527 South Missouri Avenue, Clearwater, Florida 33756.

The above Plan of Merger has been unanimously adopted by the Shareholders, Directors, Managers and Members of both the Surviving Corporation and the Merging Corporation on December 22, 2011.

THE SURVIVING COMPANY:

RJI ENTERPRISES, LLC, a Florida limited liability company

Dated: DECEMBER 22, 2011

By: \_\_\_\_\_

Print Name: \_\_\_\_\_

Title: Manager

THE MERGING CORPORATION:

V R OF PINELLAS, INC., a Florida corporation

Dated: DECEMBER 22, 2011

By: \_\_\_\_\_

Print Name: \_\_\_\_\_

Title: President

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