

L08000081773

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

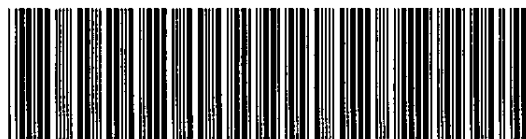
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

* Office Use Only



300236218543

06/13/12--01007--014 **50.00

FILED
12 JUN 13 PM 1:54
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

K. SALY
EXAMINER
JUN 18 2012

①

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Casto Southeast Realty Services, 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:

Robert F. Greene, Esq.

Contact Person

Greene Hamrick Perrey Quinlan & Schermer, P.A.

Firm/Company

601 12th Street West

Address

Bradenton, FL 34205

City, State and Zip Code

lperez@castoinfo.com

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Robert F. Greene, Esq.

Name of Contact Person

at (941)

747-1874

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

**CERTIFICATE OF MERGER
For Merger of
FLORIDA LIMITED LIABILITY COMPANIES**

FILED
12 JUN 13 PM 1:54
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

This Certificate of Merger and attached Amended and Restated Articles of Organization are submitted to merge the following Florida limited liability companies into a Florida limited liability company in accordance with Section 608.4382, Florida Statutes (2011).

1. Pursuant to Plan of Merger adopted on June __, 2012, the following limited liability companies: CSE SARASOTA HOLDINGS, LLC, a Florida limited liability company, and CASTO SOUTHEAST REALTY SERVICES, LLC, a Florida limited liability company, are hereby merged with the surviving entity being CASTO SOUTHEAST REALTY SERVICES, LLC.

2. The Plan of Merger was approved by each limited liability company that is a party to the merger in accordance with the applicable provisions of Chapter 608, Florida Statutes.

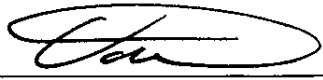
3. This merger is effective as of the date of filing of this Certificate of Merger and the attached Amended and Restated Articles of Organization of CASTO SOUTHEAST REALTY SERVICES, LLC.

Signed this 15th day of June, 2012.

CSE SARASOTA HOLDINGS, LLC
a Florida limited liability company

By: CASVAK CONSULTING LLC,
Manager

By: Casvak Holdings, Inc., Manager

By: 
Name: Vadim M. Nikitine
Title: President

By: CLP MANAGEMENT LLC,
Manager

By: _____
Name: J. Brett Hutchens
Title: Authorized Representative

**CERTIFICATE OF MERGER
For Merger of
FLORIDA LIMITED LIABILITY COMPANIES**

FILED
12 JUN 13 PM 1:54
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

This Certificate of Merger and attached Amended and Restated Articles of Organization are submitted to merge the following Florida limited liability companies into a Florida limited liability company in accordance with Section 608.4382, Florida Statutes (2011).

1. Pursuant to Plan of Merger adopted on June __, 2012, the following limited liability companies: CSE SARASOTA HOLDINGS, LLC, a Florida limited liability company, and CASTO SOUTHEAST REALTY SERVICES, LLC, a Florida limited liability company, are hereby merged with the surviving entity being CASTO SOUTHEAST REALTY SERVICES, LLC.

2. The Plan of Merger was approved by each limited liability company that is a party to the merger in accordance with the applicable provisions of Chapter 608, Florida Statutes.

3. This merger is effective as of the date of filing of this Certificate of Merger and the attached Amended and Restated Articles of Organization of CASTO SOUTHEAST REALTY SERVICES, LLC.

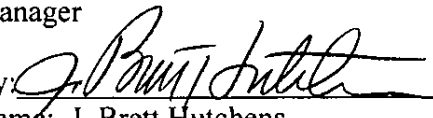
Signed this ____ day of June, 2012.

CSE SARASOTA HOLDINGS, LLC
a Florida limited liability company

By: CASVAK CONSULTING LLC,
Manager
By: Casvak Holdings, Inc., Manager

By: _____
Name: Vadim M. Nikitine
Title: President

By: CLP MANAGEMENT LLC,
Manager

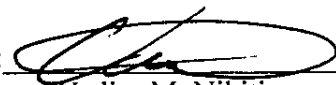
By: 
Name: J. Brett Hutchens
Title: Authorized Representative

CASTO SOUTHEAST REALTY SERVICES, LLC
a Florida limited liability company

By: CSE SARASOTA HOLDINGS, LLC
a Florida limited liability company, Manager

By: CASVAK CONSULTING LLC,
Manager

By: Casvak Holdings, Inc., Manager

By: 
Name: Vadim M. Nikitine
Title: President

By: CLP MANAGEMENT LLC,
Manager

By: _____
Name: J. Brett Hutchens
Title: Authorized Representative

By: _____
Name: J. Brett Hutchens
Title: Member

CASSTO SOUTHEAST REALTY SERVICES, LLC
a Florida limited liability company


By: CSE SARASOTA HOLDINGS, LLC
a Florida limited liability company, Manager

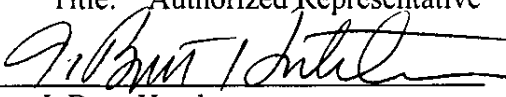
By: CASVAK CONSULTING LLC,
Manager

By: Casvak Holdings, Inc., Manager

By: _____
Name: Vadim M. Nikitine
Title: President

By: CLP MANAGEMENT LLC,
Manager

By: 
Name: J. Brett Hutchens
Title: Authorized Representative

By: 
Name: J. Brett Hutchens
Title: Member

PLAN OF MERGER

FILED
12 JUN 13 PM 1:54

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, being all of the Managers and Members of CSE Sarasota Holdings, LLC, a Florida limited liability company, and Casto Southeast Realty Services, LLC, a Florida limited liability company, do hereby adopt this Plan of Merger pursuant to Sections 620.438 - 620.4383, Florida Statutes (2011) and agree to the following provisions:

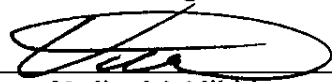
1. The names of each limited liability company planning to merge are: CSE Sarasota Holdings, LLC, a Florida limited liability company, and Casto Southeast Realty Services, LLC, a Florida limited liability company.
2. The name of the surviving limited liability company after the merger is: Casto Southeast Realty Services, LLC, a Florida limited liability company.
3. The terms and conditions of the merger are as follows:
 - (a) The interest of each member in CSE Sarasota Holdings, LLC shall convert to the percentage ownership interest in Casto Southeast Realty Services, LLC, as set forth on the attached Exhibit A.
 - (b) The effective date of the merger shall be the date of filing of the Certificate of Merger with the Florida Secretary of State.
 - (c) The surviving limited liability company shall be manager managed and the rights and obligations of the members shall be as set forth in the Amended and Restated Articles of Organization and Amended and Restated Operating Agreement of the surviving entity.
4. Attached to this Plan of Merger are the following organizational documents of the converted entity:
 - (a) Amended and Restated Articles of Organization (Exhibit B);
 - (b) Amended and Restated Operating Agreement (Exhibit C); and
 - (c) Certificate of Merger (Exhibit D).
5. Title to all property or interests therein owned by the surviving entity remains vested in the surviving entity without reversion or impairment and all debts, liabilities and obligations of the parties to the merger continue as obligations of the surviving entity as provided in Section 608.4383, Florida Statutes (2011).
6. The Managers and Members of the parties to the merger approve the foregoing organizational documents for the surviving entity, and consent to the merger of CSE Sarasota Holdings, LLC, with the surviving entity, Casto Southeast Realty Services, LLC, a Florida limited liability company.

7. All Members of the parties to the merger have executed this Plan of Merger and waive any requirement for notice of any meeting or other action on the Plan of Merger pursuant to Section 608.4381(3) and Section 608.455, Florida Statutes (2011).

1st IN WITNESS WHEREOF, the undersigned have executed the Plan of Merger the day of June, 2012.

MANAGERS OF CSE SARASOTA HOLDINGS, LLC:

CASVAK CONSULTING, LLC
By: Casvak Holdings, Inc., Manager

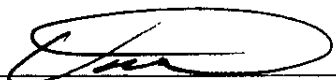
By: 
Name: Vadim M. Nikitine
Title: President

CLP MANAGEMENT LLC

By: _____
Name: J. Brett Hutchens
Title: Authorized Representative

MEMBERS OF CSE SARASOTA HOLDINGS, LLC:

CASVAK CONSULTING, LLC
By: Casvak Holdings, Inc., Manager

By: 
Name: Vadim M. Nikitine
Title: President

Don M. Casto, III

J. Brett Hutchens

7. All Members of the parties to the merger have executed this Plan of Merger and waive any requirement for notice of any meeting or other action on the Plan of Merger pursuant to Section 608.4381(3) and Section 608.455, Florida Statutes (2011).

1st IN WITNESS WHEREOF, the undersigned have executed the Plan of Merger the day of June, 2012.

MANAGERS OF CSE SARASOTA HOLDINGS, LLC:

CASVAK CONSULTING, LLC

By: Casvak Holdings, Inc., Manager

By: _____

Name: Vadim M. Nikitine

Title: President

CLP MANAGEMENT LLC

By: 

Name: J. Brett Hutchens

Title: Authorized Representative

MEMBERS OF CSE SARASOTA HOLDINGS, LLC:

CASVAK CONSULTING, LLC

By: Casvak Holdings, Inc., Manager

By: _____

Name: Vadim M. Nikitine

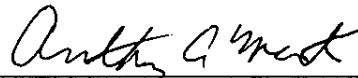
Title: President



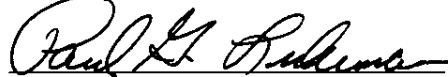
Don M. Casto, III



J. Brett Hutchens



Anthony A. Martin



Paul G. Lukeman

**MEMBERS OF CASTO SOUTHEAST
REALTY SERVICES, LLC:**

CSE SARASOTA HOLDINGS, LLC,

By: CASVAK CONSULTING, LLC,
Manager

By: Casvak Holdings, Inc., Manager

By: _____

Name: Vadim M. Nikitine

Title: President

By: CLP MANAGEMENT LLC, Manager

By: _____

Name: J. Brett Hutchens

Title: Authorized Representative

J. Brett Hutchens

**MANAGERS OF CASTO SOUTHEAST
REALTY SERVICES, LLC:**

CSE SARASOTA HOLDINGS, LLC,

By: CASVAK CONSULTING, LLC,
Manager

By: Casvak Holdings, Inc., Manager

By: _____

Name: Vadim M. Nikitine

Title: President

Anthony A. Martin

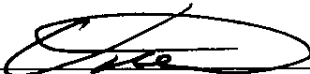
Paul G. Lukeman

**MEMBERS OF CASTO SOUTHEAST
REALTY SERVICES, LLC:**

CSE SARASOTA HOLDINGS, LLC,

By: CASVAK CONSULTING, LLC,
Manager

By: Casvak Holdings, Inc., Manager

By: 
Name: Vadim M. Nikitine
Title: President

By: CLP MANAGEMENT LLC, Manager

By: _____
Name: J. Brett Hutchens
Title: Authorized Representative


J. Brett Hutchens

**MANAGERS OF CASTO SOUTHEAST
REALTY SERVICES, LLC:**

CSE SARASOTA HOLDINGS, LLC,

By: CASVAK CONSULTING, LLC,
Manager

By: Casvak Holdings, Inc., Manager

By: 
Name: Vadim M. Nikitine
Title: President