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FAX TRANSMISSION SHEET

DATE: December 30, 2008

TO: Deborah Bruce
Registration Section, Division of Corporations

FAX NUMBER: (850) 245-6030

FROM: Michael P. Schwartz, Esq., (305) 670-6770, Ext. 290

NUMBER OF PAGES, INCLUDING THIS PAGE: 5

RE: Merger of WBB Properties, LLC into Sea Air Holdings, LLC
Certificate and Plan of Merger

MESSAGE: See attached documents.

MULLER & LEBENSBURGER

Attorneys at Law

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7385 Galloway Road
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December 17, 2008

Via Federal Express

Registration Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

Re: Merger of WBB Properties, LLC into Sea Air Holdings, LLC

Dear Sir or Madam:

Enclosed please find a Certificate and Plan of Merger merging WBB Properties, LLC into Sea Air Holdings, LLC. I have also enclosed a check for \$50.00 for the cost for the filing fee.

Please return all correspondence concerning this matter to:

Michael P. Schwartz, Esq.
Muller & Lebensburger
7385 Galloway Road, Suite 200
Miami, FL 33173

If there are any questions regarding the above, I can be reached at (305) 670-6770.

Yours very truly,



MICHAEL P. SCHWARTZ

MPS:tp

Enclosures: as stated

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Certificate and Plan of Merger

68-102700 The following constitutes a plan of merger in accordance with Florida Statutes §608.438 and a certificate of merger prepared for filing in accordance with Florida Statutes §608.4382. In this merger, WBB Properties, LLC, a limited liability company formed under the laws of the State of Florida, will merge into Sea Air Holdings, LLC, a limited liability company formed under the laws of the State of Florida, which will be the surviving entity. 68-88244

1. Terms and Conditions of Merger.

The merger shall take effect upon filing these articles of merger with the Secretary of State, State of Florida.

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

The interests of the members of Sea Air Holdings, LLC will be unchanged by this merger, and the interests of the members of WBB Properties, LLC will be converted upon the effective date into the right to receive cash in the aggregate amount of three dollars. There are no and shall be no continuing rights to acquire interests in either company.

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

The surviving entity is Sea Air Holdings, LLC, a Florida limited liability company, and its articles of organization and operating agreement will not be changed as a result of this merger. Management of Sea Air Holdings, LLC, the surviving entity, is not vested in one or more managers.

4. Effective Date of the Merger.

The merger shall be effective on the date of filing the articles of merger with the Secretary of State, State of Florida.

5. Provision Authorizing Abandonment.

Neither party to this merger is authorized to abandon the proposed merger.

6. Approval.

This plan of merger was approved by each company in accordance with the applicable provisions of Chapters 608 of the Florida Statutes.

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7. Appraisal and Appraisal Rights.

The undersigned sole member of Sea Air Holdings, LLC hereby votes for and approves the merger. Therefore, no member of Sea Air Holdings, LLC is entitled to appraisal rights as a result of this merger.

WITNESS our signatures this 18th day of December, 2008.

Sea Air Holdings, LLC

By: Amelia Coury
Amelia Coury, its sole member

WBB Properties, LLC

By: Patricia C. Lawrence
Patricia C. Lawrence, Successor Trustee
to Amelia Coury, Successor Trustee under
that certain Indenture of Trust dated
August 7, 1957, member

By: Mary Ann Bell
Mary Ann Bell, Successor Trustee to Amelia
Coury, Successor Trustee under that certain
Indenture of Trust dated August 7, 1957, member