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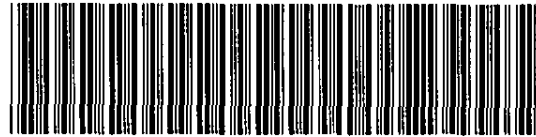
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EXAMINER



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12 OCT -9 PM 4:22

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12 OCT -9 AM 11:28
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



CORPORATION SERVICE COMPANY

ACCOUNT NO. : I20000000195

REFERENCE : 374613 4311473

AUTHORIZATION :

Susie Knight

COST LIMIT : \$ 75.00

ORDER DATE : October 9, 2012

ORDER TIME : 11:30 AM

ORDER NO. : 374613-020

CUSTOMER NO: 4311473

ARTICLES OF MERGER

AICS OF WEST FLORIDA, LLC

INTO

AICS GROUP, LLC

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

____ CERTIFIED COPY
XX _____ PLAIN STAMPED COPY

CONTACT PERSON: Susie Knight

EXAMINER'S INITIALS: _____

**CERTIFICATE OF MERGER
OF
AICS OF WEST FLORIDA, LLC,
AICS OF GEORGIA, LLC,
AICS OF NORTH CAROLINA, LLC,
AICS OF PUERTO RICO, LLC, and
AICS OF VIRGINIA, LLC
WITH AND INTO
AICS GROUP, LLC**

FILED
12 OCT -9 AM 11:28
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to Section 608.4382, Florida Statutes, the undersigned hereby submit the following Certificate of Merger:

1. AICS of West Florida, LLC, a Florida limited liability company, AICS of Puerto Rico, LLC, a Florida limited liability company, AICS of Georgia, LLC, a Georgia limited liability company, AICS of North Carolina, LLC, a North Carolina liability company, and AICS of Virginia, LLC, a Virginia limited liability company, shall be merged with and into AICS Group, LLC, a Florida limited liability company, which shall be the surviving entity (the "Merger").

2. The name, street address of its principal office, jurisdiction and entity type of AICS of West Florida, LLC, AICS of Puerto Rico, LLC, AICS of Georgia, LLC, AICS of North Carolina, LLC and AICS of Virginia, the merging entities that will not be the surviving entity, are as follows:

<u>Name and Street Address</u>	<u>Jurisdiction</u>	<u>Entity Type</u>
AICS of West Florida, LLC 7155 S.W. 47 th Street, Suite 311 Miami, Florida 33155	Florida	Limited Liability Company
AICS of Puerto Rico, LLC 7155 S.W. 47 th Street, Suite 311 Miami, Florida 33155	Florida	Limited Liability Company
AICS of Georgia, LLC 7155 S.W. 47 th Street, Suite 311 Miami, Florida 33155	Georgia	Limited Liability Company
AICS of North Carolina, LLC 7155 S.W. 47 th Street, Suite 311 Miami, FL 33155	North Carolina	Limited Liability Company

AICS of Virginia, LLC
7155 S.W. 47th Street, Suite 311
Miami, FL 33155

Virginia

Limited Liability Company

3. The name, street address of its principal office, jurisdiction and entity type of AICS Group, LLC, the surviving entity, is as follows:

<u>Name and Street Address</u>	<u>Jurisdiction</u>	<u>Entity Type</u>
AICS Group, LLC 7155 S.W. 47 th Street, Suite 311 Miami, FL 33155	Florida	Limited Liability Company

4. The Merger is permitted under the laws of the States of organization of each constituent party to the Merger and each such constituent party has complied with applicable law in effecting the Merger.

5. Upon the Effective Date (as defined below) of the Merger, Article I of the Articles of Organization of AICS Group, LLC is hereby amended to read as follows:

“ARTICLE I. NAME

The name of the Company shall be Reliant Inventory Group, LLC (the “Company”).”

6. The Merger shall become effective on October 10, 2012 (such date hereinafter sometimes referred to as the “Effective Date” of the Merger).

7. A copy of the Agreement and Plan of Merger dated as of August 31, 2012, which includes the manner and basis of converting each of the outstanding limited liability company interests in the constituent parties into limited liability company interests of the surviving entity, is attached hereto as Exhibit A (the “Agreement and Plan of Merger”).

8. The Agreement and Plan of Merger was approved by (i) the sole member of each of AICS of West Florida, LLC, AICS of Puerto Rico, LLC and AICS Group, LLC, in accordance with Section 608.4381 of the Florida Limited Liability Company Act (with such approval constituting approval by a “majority-in-interest” in accordance with the requirements of such Section), (ii) the sole member of AICS of Georgia, LLC in accordance with Section 14 – 11 - 903 of the Georgia Limited Liability Company Act (with such approval constituting “unanimous” approval in accordance with the requirements of such Section), (iii) the sole member of AICS of North Carolina, LLC in accordance with § 57C-9A-21 of the North Carolina Limited Liability Company Act (with such approval constituting “unanimous” approval in accordance with the requirements of such Section), and (iv) the sole member of AICS of Virginia, LLC in accordance with §13.1 - 1071 of the Virginia Limited Liability Company Act (with such approval constituting “unanimous” approval in accordance with the requirements of such Section), as required by each party’s respective governing law.

9. Pursuant to Section 608.4382(2), Florida Statutes, a copy of this Certificate of Merger, certified by the Department of State, may be filed in the official records of any county in the State of Florida in which AICS of West Florida, LLC, AICS of Puerto Rico, LLC, AICS of Georgia, LLC, AICS of North Carolina, LLC, AICS of Virginia, LLC or AICS Group, LLC holds any interest in real property.

[Signatures appear on the following pages]

IN WITNESS WHEREOF, this Certificate of Merger has been executed on behalf of each of the merging entities and the surviving entity as of the 5th day of October, 2012.

SURVIVING ENTITY:

AICS GROUP, LLC,
a Florida limited liability company

By: Brian Miller
Brian Miller, Manager of
AICS Holdings, LLC, sole Member

MERGING ENTITIES:

AICS of WEST FLORIDA, LLC,
a Florida limited liability company

By: Brian Miller
Brian Miller, Manager of
AICS Holdings, LLC, sole Member

AICS of PUERTO RICO, LLC,
a Florida limited liability company

By: Brian Miller
Brian Miller, Manager of
AICS Holdings, LLC, sole Member

AICS of GEORGIA, LLC,
a Georgia limited liability company,

By: Brian Miller
Brian Miller, Manager of
AICS Holdings, LLC, sole Member

AICS of NORTH CAROLINA, LLC,
a North Carolina limited liability company

By: Brian Miller
Brian Miller, Manager of
AICS Holdings, LLC, sole Member

[Signatures continue on the following page]

AICS of VIRGINIA, LLC,
a Virginia limited liability company,

By: 
Brian Miller, Manager of
AICS Holdings, LLC, sole Member

EXHIBIT A
AGREEMENT AND PLAN OF MERGER

AGREEMENT AND PLAN OF MERGER

THIS AGREEMENT AND PLAN OF MERGER ("Plan") is made as of the 31 day of August, 2012, by and among AICS of West Florida, LLC, a Florida limited liability company ("AICS West"), AICS of Puerto Rico, LLC, a Florida limited liability company ("AICS PR"), AICS of Georgia, LLC, a Georgia limited liability company ("AICS GA"), AICS of North Carolina, LLC, a North Carolina liability company ("AICS NC"), AICS of Virginia, LLC, a Virginia limited liability company ("AICS VA"), and AICS Group, LLC, a Florida limited liability company ("AICS Group").

WITNESSETH

WHEREAS, AICS West, AICS PR, AICS GA, AICS NC, AICS VA and AICS Group are all wholly-owned subsidiaries of AICS Holdings, LLC, a Delaware limited liability company and sole member ("AICS Parent"); and

WHEREAS, AICS Parent, as the sole member of each of AICS West, AICS PR, AICS GA, AICS NC, AICS VA and AICS Group deems it advisable and in its best interests to have AICS West, AICS GA, AICS NC, AICS PR and AICS VA merge with and into AICS Group pursuant to this Plan and the applicable respective provisions of the laws of the State of Florida, the State of Georgia, the State of North Carolina and the State of Virginia (such transaction being hereinafter referred to as the "Merger"), and such sole member of each of AICS West, AICS PR, AICS GA, AICS NC, AICS VA and AICS Group has approved this Plan and the Merger contemplated hereby;

NOW, THEREFORE, the parties hereto, in consideration of the premises, mutual covenants and agreements herein contained, hereby agree as follows:

ARTICLE 1. THE MERGER

On the Effective Date of the Merger (as hereinafter defined) and in accordance with the respective laws of the State of Florida, the State of Georgia, the State of North Carolina and the State of Virginia, AICS West, AICS PR, AICS GA, AICS NC and AICS VA will merge with and into AICS Group (collectively, the "Constituent Parties"), with AICS Group being the limited liability company surviving the Merger (hereinafter sometimes referred to as the "Surviving Company") as a limited liability company organized and existing under the laws of the State of Florida.

ARTICLE 2. EFFECTIVE DATE

A Certificate of Merger substantially in the form attached as Exhibit A, Articles of Merger substantially in the form attached as Exhibit B, Articles of Merger substantially in the form attached Exhibit C hereto, and Articles of Merger substantially in the form attached Exhibit D hereto, executed in accordance with the respective laws of the State of Florida, the State of Georgia, the State of North Carolina and the State of Virginia, shall be filed with the Florida Department of State, the Secretary of State of Georgia, the Secretary of State of North Carolina

and the State Corporation Commission of the State of Virginia, respectively. The Merger shall become effective at 12:01 a.m. of the date following the date upon which any of the following shall occur (all of which are contemplated to happen on the same date): (i) the filing of the Certificate of Merger relating to the Merger with the Florida Department of State, (ii) the filing of the Articles of Merger relating to the Merger filed with the Secretary of State of Georgia, (iii) the filing of the Articles of Merger relating to the Merger filed with the Secretary of State of North Carolina and (iv) the filing of the Articles of Merger relating to the Merger filed with the State Corporation Commission of the State of Virginia, as prescribed by law (such date hereinafter sometimes referred to as the "Effective Date" of the Merger).

ARTICLE 3. **CERTAIN RESULTS OF THE MERGER**

(a) Succession by Surviving Company. Upon the Effective Date of the Merger and by virtue thereof:

(i) The separate limited liability company existence of AICS West, AICS PR, AICS GA, AICS NC, AICS VA and AICS Group shall cease and AICS West, AICS GA, AICS NC, AICS PR, AICS VA and AICS Group shall become merged and be a single limited liability company, with AICS Group as the Surviving Company.

(ii) Except as herein specifically set forth, the identity, existence, purposes, rights, privileges, immunities, powers and authority of AICS Group shall continue in effect and be unimpaired by the Merger.

(b) Operating Agreement. Upon the Effective Date of the Merger, the operating agreement of AICS Group shall be in the form of that certain operating agreement of AICS Group by and between AICS Group and AICS Parent, as the sole member, which has been presented to each of AICS West, AICS PR, AICS GA, AICS NC and AICS VA.

(c) Address of Surviving Company. Upon the Effective Date of the Merger, the street address of the principal office of the Surviving Company shall be 7155 S.W. 47th Street, Suite 311, Miami, Florida 33155.

(d) Amendment of Articles of Organization to Reflect Name Change. Upon the Effective Date of the Merger, Article I of the Articles of Organization of the Surviving Company shall be amended to read as follows:

"Article I. NAME.

The name of the Company shall be Reliant Inventory Group, LLC (the "Company")."

ARTICLE 4.
CONVERSION OF INTERESTS UPON THE
EFFECTIVE DATE OF THE MERGER

(a) AICS West LLC Interests. At the Effective Date of the Merger, all membership interests in AICS West shall be converted into membership interests in the Surviving Company.

(b) AICS PR LLC Interests. At the Effective Date of the Merger, all membership interests in AICS PR shall be converted into membership interests in the Surviving Company.

(c) AICS GA LLC Interests. At the Effective Date of the Merger, all membership interests in AICS GA shall be converted into membership interests in the Surviving Company.

(d) AICS NC LLC Interests. At the Effective Date of the Merger, all membership interests in AICS NC shall be converted into membership interests in the Surviving Company.

(e) AICS VA LLC Interests. At the Effective Date of the Merger, all membership interests in AICS VA shall be converted into membership interests in the Surviving Company.

(f) AICS Group LLC Interests. At the Effective Date of the Merger, all membership interests in AICS Group shall remain issued and outstanding in the same manner as set forth immediately before the Merger.

(g) No Rights to Acquire Interests. Each of AICS West, AICS PR, AICS GA, AICS NC, AICS VA and AICS Group represent and agree that there are no outstanding rights to acquire membership interests in such entity.

(h) Resulting Interests. As a result of (and immediately following) the Merger, AICS Parent, the sole member of each of AICS West, AICS PR, AICS GA, AICS NC, AICS VA and AICS Group immediately prior to the Merger, shall remain the holder of 100% of the membership interests in the Surviving Company.

ARTICLE 5.
MISCELLANEOUS

(a) Amendments. This Plan shall not be modified or amended except by an instrument in writing signed by or on behalf of the Constituent Parties hereto.

(b) Counterparts. This Plan may be executed in any number of counterparts, each of which shall be deemed an original but all of which together shall constitute one and the same instrument.

(c) Governing Law. This Plan shall be governed in all respects, including validity, interpretation and effect, by the laws of the State of Florida.

(d) Assignment. This Plan and all of the provisions hereof shall be binding upon and inure to the benefit of the parties hereto and their respective successors and permitted assigns,

but neither this Plan nor any of the rights, interest or obligations hereunder shall be assigned by any of the parties hereto without the prior written consent of the other Constituent Parties.

(e) Execution of Documents. AICS West, AICS PR, AICS GA, AICS NC and AICS VA shall from time to time, as and when requested by AICS Group, execute and deliver all such documents and instruments and take all such action necessary or desirable to evidence or carry out the Merger.

(f) Headings. The headings of the sections and articles of this Plan are inserted for convenience only and shall not constitute a part hereof.

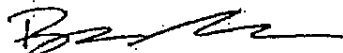
(g) Waiver. The respective members of AICS West, AICS GA, AICS NC, AICS PR, AICS VA and AICS Group hereby waive any and all notification requirements otherwise required pursuant to Section 608.4381(3) of the Florida Statutes.

(h) Abandonment. Notwithstanding the adoption of the Plan, AICS Group (by vote or action of its sole member) may at any time prior to the Effective Date of the Merger elect to abandon the Plan and the Merger. In such an event, AICS Group shall deliver prompt written notice of such abandonment to the other Constituent Parties to the Merger.

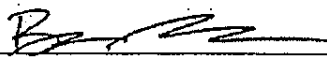
[Signatures appear on the following pages]

IN WITNESS WHEREOF, the parties hereto have caused this Agreement and Plan of Merger to be duly executed on their behalf as of the date first above written.

AICS GROUP, LLC,
a Florida limited liability company

By: 
Brian Miller, Manager of
AICS Holdings, LLC, sole Member

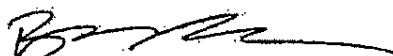
AICS of WEST FLORIDA, LLC,
a Florida limited liability company

By: 
Brian Miller, Manager of
AICS Holdings, LLC, sole Member

AICS of PUERTO RICO, LLC,
a Florida limited liability company,

By: 
Brian Miller, Manager of
AICS Holdings, LLC, sole Member

AICS of GEORGIA, LLC,
a Georgia limited liability company,

By: 
Brian Miller, Manager of
AICS Holdings, LLC, sole Member

AICS of NORTH CAROLINA, LLC,
a North Carolina limited liability company

By: 
Brian Miller, Manager of
AICS Holdings, LLC, sole Member

AICS of VIRGINIA, LLC,
a Virginia limited liability company

By: 
Brian Miller, Manager of
AICS Holdings, LLC, sole Member