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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

C. LEWIS

APR 30 2009

EXAMINER

LAW OFFICES
BLACKBURN & COMPANY, L.C.

5150 BELFORT ROAD, SOUTH
BUILDING 500
JACKSONVILLE, FLORIDA 32256

DENNIS L. BLACKBURN
ROBERT L. JONES III

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April 28, 2009

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

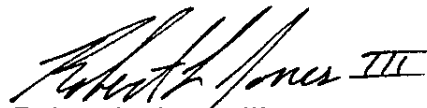
Re: Eagle's Outlook, LLC

Dear Sir or Madam:

Enclosed for filing are the original and one copy of the Certificate of Merger of Longbranch FR, LLC and Eagle's Outlook, LLC. Please note the effective date for this merger is April 30, 2009. Also enclosed is our check in the amount of \$80.00 in payment of the filing fee.

Please return a file stamped certified copy of the Certificate of Merger to us at the address indicated above. If you have any questions concerning this filing, please contact me.

Very truly yours,


Robert L. Jones III

RLJ:rd
Enclosures
c: Mr. Darrell Boyles (w/o enclosure)

Via Fedex

**CERTIFICATE OF MERGER
OF
LONGBRANCH FR, LLC
AND
EAGLE'S OUTLOOK, LLC**

FILED
2009 APR 29 PM 1:59
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The following certificate of merger is submitted in accordance with the Florida Limited Liability Company Act, pursuant to §608.4382, F.S.

ARTICLE I – SURVIVING ENTITY

The name of the surviving limited liability company is EAGLE'S OUTLOOK, LLC, which was formed under the laws of and is subject to the jurisdiction of Florida.

ARTICLE II – MERGING CORPORATION

The name of the merging limited liability company is LONGBRANCH FR, LLC, which was formed under the laws of and is subject to the jurisdiction of Florida.

ARTICLE III – PLAN OF MERGER

The Plan of Merger is attached.

ARTICLE IV – EFFECTIVE DATE

The Merger shall become effective as of the later of April 30, 2009, or the date of filing of the Certificate of Merger with the Florida Secretary of State.

**ARTICLE V- ADOPTION OF MERGER BY
SURVIVING LIMITED LIABILITY COMPANY**


The Plan of Merger was adopted by the members of the surviving limited liability company on 4/23, 2009.

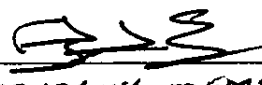
**ARTICLE VI – ADOPTION OF MERGER BY
MERGING LIMITED LIABILITY COMPANY**

The Plan of Merger was adopted by the members of the merging limited liability company on 4/23, 2009.

LONGBRANCH FR, LLC,
a Florida limited liability company

EAGLE'S OUTLOOK, LLC,
a Florida limited liability company

By: 
Its: MANAGING MEMBER

By: 
Its: MANAGING MEMBER

PLAN OF MERGER FOR
LONGBRANCH FR, LLC
AND
EAGLE'S OUTLOOK, LLC

FILED

2009 APR 29 PM 1:59

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The following plan of merger is submitted in compliance with § 608.438, F.S.

ARTICLE I – SURVIVING LIMITED LIABILITY COMPANY

The name of the surviving limited liability company is EAGLE'S OUTLOOK, LLC, which was formed under the laws of and is subject to the jurisdiction of Florida.

ARTICLE II – MERGING LIMITED LIABILITY COMPANY

The name of the merging limited liability company is LONGBRANCH FR, LLC, which was formed under the laws of and is subject to the jurisdiction of Florida.

ARTICLE III – TERMS OF MERGER

The merger shall be effective as of the later of April 30, 2009, or the date of filing of the Certificate of Merger with the Florida Secretary of State (the "Effective Time"). At the Effective Time, LONGBRANCH FR, LLC ("Longbranch FR") shall be merged with and into EAGLE'S OUTLOOK, LLC ("Eagle's Outlook") with Eagle's Outlook being the surviving entity. The separate corporate existence of Longbranch FR shall cease at the Effective Time, and all assets, liabilities, rights, privileges and franchises of Longbranch FR shall inure to Eagle's Outlook.

ARTICLE IV – CONVERSION OF MEMBERSHIP INTERESTS

At the Effective Time, the membership interests shall be converted as follows:

- (a) Each membership interest of Longbranch FR issued and outstanding at the Effective Time shall cease to be outstanding and shall be converted into membership interests in Eagle's Outlook.

(b) All membership interests of Eagle's Outlook issued as of the Effective Time shall remain effective.

Executed this 23 day of April, 2009.

LONGBRANCH FR, LLC,
a Florida limited liability company

By: [Signature]
Its: MANAGING MEMBER

EAGLE'S OUTLOOK, LLC,
a Florida limited liability company

By: [Signature]
Its: MANAGING MEMBER

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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