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SECRETARY OF STATE
TALLAHASSEE FLORIDA

DEC 16 2008

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** Certified Criminal Trial
Lawyer by the Florida Bar
Board of Certification

December 11, 2008

Registration Section
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

Re: Certificate of Merger of Jim Busby, LLC, a Montana
limited liability company, into
Jim Busby, LLC, a Florida limited liability company

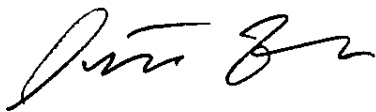
Dear Mr. Secretary:

Enclosed herewith for filing please find the Certificate of Merger, along with the Plan of Merger attached thereto for the above limited liability companies, along with a check drawn in the amount of \$50.00 and made payable to "Florida Department of State" for the filing fees. In due course, please send to the undersigned a letter of acknowledgement confirming the merger and the completeness of the same.

Thank you for your assistance.

Sincerely yours,

ANCHORS SMITH GRIMSLEY

A handwritten signature in black ink, appearing to read "W. Scott Foster", written in a cursive style.

William Scott Foster

Encls: Certificate of Merger, Plan of Merger, and check.

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

**Certificate of Merger
For
Florida Limited Liability Company**

The following Certificate of Merger is submitted to merge the following Florida Limited Liability Company(ies) in accordance with s. 608.4382, Florida Statutes.

FIRST: The exact name, form/entity type, and jurisdiction for each merging party are as follows:

<u>Name</u>	<u>Jurisdiction</u>	<u>Form/Entity Type</u>
Jim Busby, LLC	Montana	LLC
Jim Busby, LLC	Florida	LLC L08-109473

SECOND: The exact name, form/entity type, and jurisdiction of the surviving party are as follows:

<u>Name</u>	<u>Jurisdiction</u>	<u>Form/Entity Type</u>
Jim Busby, LLC	Florida	LLC

THIRD: The attached plan of merger was approved by each domestic corporation, limited liability company, partnership and/or limited partnership that is a party to the merger in accordance with the applicable provisions of Chapters 607, 608, 617, and/or 620, Florida Statutes.

FOURTH: The attached plan of merger was approved by each other business entity that is a party to the merger in accordance with the applicable laws of the state, country or jurisdiction under which such other business entity is formed, organized or incorporated.

FIFTH: If other than the date of filing, the effective date of the merger, which cannot be prior to nor more than 90 days after the date this document is filed by the Florida Department of State:

SIXTH: If the surviving party is not formed, organized or incorporated under the laws of Florida, the survivor's principal office address in its home state, country or jurisdiction is as follows:

N/A

SEVENTH: If the survivor is not formed, organized or incorporated under the laws of Florida, the survivor agrees to pay to any members with appraisal rights the amount, to which such members are entitles under ss.608.4351-608.43595, F.S.

EIGHTH: If the surviving party is an out-of-state entity not qualified to transact business in this state, the surviving entity:

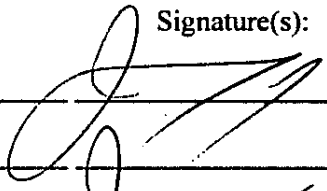
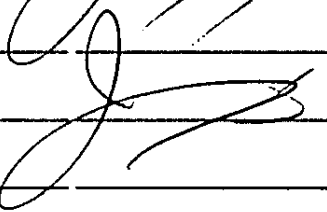
a.) Lists the following street and mailing address of an office, which the Florida Department of State may use for the purposes of s. 48.181, F.S., are as follows:

Street address: N/A

Mailing address:

b.) Appoints the Florida Secretary of State as its agent for service of process in a proceeding to enforce obligations of each limited liability company that merged into such entity, including any appraisal rights of its members under ss.608.4351-608.43595, Florida Statutes.

NINTH: Signature(s) for Each Party:

Name of Entity/Organization:	Signature(s):	Typed or Printed Name of Individual:
Jim Busby, LLC (Montana)		James W. Busby, Jr.
Jim Busby, LLC (Florida)		James W. Busby, Jr.

Corporations:	Chairman, Vice Chairman, President or Officer (If no directors selected, signature of incorporator.)
General partnerships:	Signature of a general partner or authorized person
Florida Limited Partnerships:	Signatures of all general partners
Non-Florida Limited Partnerships:	Signature of a general partner
Limited Liability Companies:	Signature of a member or authorized representative

<u>Fees:</u> For each Limited Liability Company:	\$25.00
For each Corporation:	\$35.00
For each Limited Partnership:	\$52.50
For each General Partnership:	\$25.00
For each Other Business Entity:	\$25.00

<u>Certified Copy (optional):</u>	\$30.00
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**LIMITED LIABILITY COMPANY
PLAN OF MERGER
OF
JIM BUSBY, LLC, a Montana Limited Liability Company
AND
JIM BUSBY, LLC, a Florida Limited Liability Company**

The Plan of Merger is as follows:

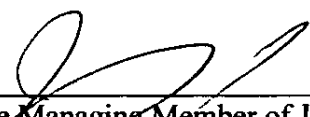
1. The parties to these Articles and Plan of Merger are: Jim Busby, LLC, a Montana limited liability company (Montana LLC), and Jim Busby, LLC, a Florida limited liability company (Florida LLC).
2. The limited liability company to survive the merger is: Jim Busby, LLC, the Florida LLC, which shall continue under the same name.
3. The surviving entity is a Florida limited liability company.
- 4.. No amendment to the articles of organization of the Surviving LLC is to be effected as part of the merger.
5. The operating agreement, as such agreement exists on the effective date of the merger, shall remain and be the operating agreement of the Florida LLC until altered, amended, or repealed, or until new articles shall be adopted in accordance with the provisions thereof, the articles of organization, or in the manner permitted by the applicable provisions of Florida law.
6. The manner and basis of converting the membership interest of the Montana LLC into membership interests of the Surviving LLC, the Florida LLC, shall be as follows: The membership interest held by the sole member of Montana LLC immediately before the effective date shall, by virtue of the Merger and at the Effective Date, cease to exist and any certificate representing such interest shall be cancelled, and inasmuch, the sole member of Montana LLC is also the sole member of the surviving limited liability company, Florida LLC, no new membership interest representing the interest in Florida LLC shall be issued. The sole member's ownership interest in the Florida LLC, which shall be outstanding immediately before the effective date of the merger, shall remain outstanding.
7. On the Effective Date, the separate existence of Montana LLC shall cease, and Montana LLC shall be merged into Florida LLC, which, as the Surviving LLC, shall possess all the rights, privileges, powers, and franchises, of a public as well as of a private nature, and be subject to all the restrictions, disabilities, and duties of the Montana LLC; and all and singular, the rights, privileges, powers, and franchises of the Montana LLC, and all property, real, personal, and mixed, and all debts due to the Montana LLC on whatever account and all other things in action or belonging to

Montana LLC, shall be vested in the Surviving LLC; and all property, rights, privileges, powers, and franchises, and all and every other interest shall be thereafter as effectually the property of the Surviving LLC as they were of the Montana LLC, and the title to any real estate vested by deed or otherwise, under the laws of Montana or Florida or any other jurisdiction, in the Montana LLC, shall not revert or be in any way impaired; but all rights of creditors and all liens upon any property of the Montana LLC shall be preserved unimpaired, and all debts, liabilities, and duties of the Montana LLC shall thenceforth attach to the Surviving LLC and may be enforced against it to the same extent as if said debts, liabilities, and duties had been incurred or contracted by it. At any time, or from time to time, after the Effective Date, the sole member of the Montana LLC or the sole member of the Surviving LLC, may, in the name of the Montana LLC, execute and deliver all such proper deeds, assignments, and other instruments and take or cause to be taken all such further or other action as the Surviving LLC may deem necessary or desirable in order to vest, perfect, or confirm in the Surviving LLC title to and possession of all the Montana LLC's property, rights, privileges, powers, franchises, immunities, and interests and otherwise to carry out the purposes of this Agreement


8. For the convenience of the parties hereto and to facilitate the filing of this Agreement and Plan of Merger, any number of counterparts hereof may be executed; and each such counterpart shall be deemed to be an original instrument

9. The effective date of this Merger shall be: this merger shall be effective upon the filing of the Articles of Merger with the Secretary of State for the State of Montana and the Secretary of State for the State of Florida.

Date: 12/2/2008

Signed 
Title: Sole Managing Member of Jim Busby, LLC,
a Florida limited liability company

Date: 12/2/2008

Signed 
Title: Sole Managing Member of Jim Busby, LLC,
a Montana limited liability company

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