

L09000002511

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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P1-64708
(Business Entity Name)

L09-2511
(Document Number)

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TALLAHASSEE, FLORIDA

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February 15, 2012

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

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Re: Crunchy Logistics LLC (Document # L09000002511) (the surviving entity)

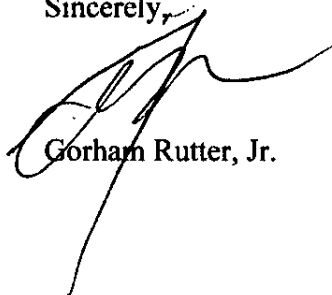
Dear Sir/Madam:

With respect to the above-referenced Florida limited liability company, enclosed please find for filing the original Articles of Merger For Florida Profit or Non-Profit Corporation. I have enclosed my check in the amount of \$78.75 to cover the fees for such filing and a certified copy (a copy of such Articles is also enclosed).

Please return all correspondence regarding this matter, including the requested certified copy, to the undersigned at the above mailing address.

Thank you for your time and attention to this matter.

Sincerely,



Gorham Rutter, Jr.

**Articles of Merger
For
Florida Profit or Non-Profit Corporation**

The following Articles of Merger are submitted to merge the following Florida Profit and/or Non-Profit Corporation(s) in accordance with s. 607.1109 or 617.0302, 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>
Crunchy Logic, Inc.	Florida	for profit corporation
Crunchy Logistics LLC	Florida	limited liability company

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>
Crunchy Logistics LLC	Florida	limited liability company

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:

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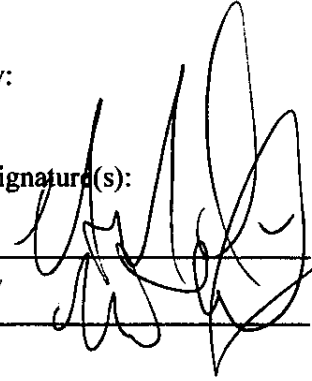
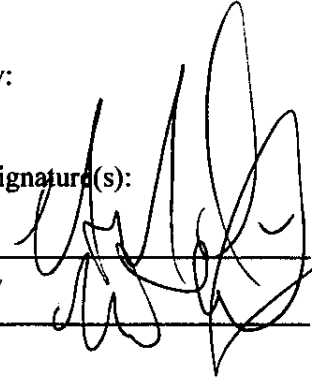
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SEVENTH: If the surviving party is an out-of-state entity, the surviving entity:

a.) Appoints the Florida Secretary of State as its agent for service of process in a proceeding to enforce any obligation or the rights of dissenting shareholders of each domestic corporation that is party to the merger.

b.) Agrees to promptly pay the dissenting shareholders of each domestic corporation that is a party to the merger the amount, if any, to which they are entitled under s. 607.1302, F.S.

EIGHTH: Signature(s) for Each Party:

Name of Entity/Organization:	Signature(s):	Typed or Printed Name of Individual:
Crunchy Logic Inc.		Neil Dufva (President)
Crunchy Logistics LLC		Neil Dufva (Manager)

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

Fees:

\$35.00 Per Party

Certified Copy (optional):

\$8.75

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STATE OF FLORIDA
TALLAHASSEE

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PLAN OF MERGER

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>
<u>Crunchy Logic Inc.</u>	<u>Florida</u>	<u>for profit corporation</u>
<u>Crunchy Logistics LLC</u>	<u>Florida</u>	<u>limited liability company</u>

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>
<u>Crunchy Logistics LLC</u>	<u>Florida</u>	<u>limited liability company</u>

THIRD: The terms and conditions of the merger are as follows:

SEE ATTACHED SHEET ONE

(Attach additional sheet if necessary)

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FOURTH:

A. The manner and basis of converting the interests, shares, obligations or other securities of each merged party into the interests, shares, obligations or others securities of the survivor, in whole or in part, into cash or other property is as follows:

SEE ATTACHED SHEET TWO

(Attach additional sheet if necessary)

B. The manner and basis of converting the rights to acquire the interests, shares, obligations or other securities of each merged party into the rights to acquire the interests, shares, obligations or others securities of the survivor, in whole or in part, into cash or other property is as follows:

No person or entity has any right(s) to acquire interests, shares, obligations or other securities of the merging party. The merging party does not have any securities other than the common stock of merging party referred to in SHEET TWO.

There are no rights to acquire the interests, shares, obligations or other securities of the merging party and, therefore, this Plan of Merger does not provide for the conversion of same.

(Attach additional sheet if necessary)

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CLERK OF DISTRICT COURT
TALLAHASSEE, FLORIDA

FIFTH: If a partnership is the survivor, the name and business address of each general partner is as follows:

(Attach additional sheet if necessary)

SIXTH: If a limited liability company is the survivor, the name and business address of each manager or managing member is as follows:

Neil Dufva--Manager

189 S. Orange Avenue, Suite 1530-B, Orlando, FL 32801

(Attach additional sheet if necessary)

SEVENTH: Any statements that are required by the laws under which each other business entity is formed, organized, or incorporated are as follows:

N/A

(Attach additional sheet if necessary)

EIGHTH: Other provision, if any, relating to the merger are as follows:

(Attach additional sheet if necessary)

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SHEET ONE

A. The effective date of the merger (the "effective date") shall be the date of filing of the subject Articles of Merger with the Florida Department of State.

B. On the effective date, Crunchy Logic Inc., a Florida for profit corporation (Document Number P10000064708) (the "merging party") shall merge with and into Crunchy Logistics LLC, a Florida limited liability company (Document Number L09000002511) (the "surviving party"). On the effective date, the separate corporate existence of the merging party shall cease. The surviving party will continue its existence under Florida law as a limited liability company. The name of the surviving party shall be unchanged. The surviving party shall be considered the "surviving entity" under Florida Statutes Section 607.1108, and the merger shall have the effects specified in the Florida Business Corporation Act as presently constituted and all subsequent amendments and revisions thereto.

C. On the effective date, all of the shares of the merging party's capital stock shall cease to be outstanding, shall be canceled and retired, and shall cease to exist. Further, any shares of the merging party's capital stock that is authorized but unissued shall be void and shall cease to exist.

D. On the effective date, as a result of the merger and without further act or deed, all of the property, rights, interests and other assets of the merging party will be transferred to and vested in the surviving party, and the surviving party will assume and will be responsible for all of the liabilities, debts and obligations of the merging party.

E. On the effective date, the shareholders of the merging party shall receive membership interests and units in the surviving party in exchange for the entirety of their respective shares of the merging party's capital stock. Such membership interests and units shall be issued, owned and held subject to and in accordance with the terms and provisions of the surviving party's operating agreement, as presently existing and as hereafter amended, modified and/or supplemented.

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TALLAHASSEE, FLORIDA

SHEET TWO

A. On the effective date, the shareholders of the merging party shall receive membership interests and units in the surviving party in exchange for the entirety of their respective shares of the merging party's common stock issued and outstanding. Such membership interests and units shall be issued, owned and held subject to and in accordance with the terms and provisions of the surviving party's operating agreement, as presently existing and as hereafter amended, modified and/or supplemented.

B. On the effective date, each share of the merging party's common stock issued and outstanding shall be immediately converted into, and shall thereafter evidence and become, a 0.01% membership interest and one (1) unit in the surviving party.

C. Within five (5) days after the effective date, the merging party shall deliver to the surviving party all of the existing original stock certificates evidencing any issued and outstanding shares of the merging party's common stock, and each such certificate shall be marked "CANCELLED".

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