

L09000004635

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP

WAIT

MAIL

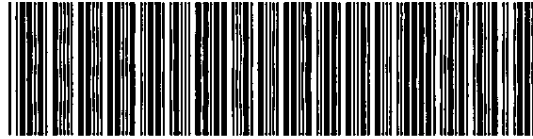
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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FILED
16 FEB - 1 PM 12:34
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FEB 05 2016
A RAMSEY

*00789, 03570, 07015, 00671

WALTER M. TOVKACH

ATTORNEY AT LAW

CERTIFIED TAX ATTORNEY
FLORIDA BAR BOARD OF
CERTIFICATION

ALSO ADMITTED IN
OHIO & NORTH CAROLINA

Post Office Box 358731
Gainesville, Florida 32635

TELEPHONE
(352) 371-4656

EMAIL
TOVKACH@BELLSOUTH.NET

December 31, 2015

Secretary of State
Corporate Division - Merger
State Capitol Building
Tallahassee, FL 32301

RE: Certificate of Merger

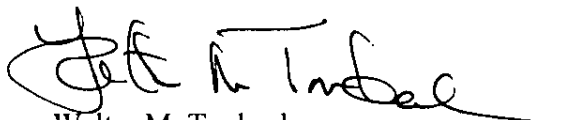
Dear Sir or Madam:

Enclosed is our firm check in the amount of \$80.00 which represents the filing fees of \$25.00 for each of the two (2) Constituent LLCs totaling \$50.00, and \$30.00 for a certified copy of the Certificate of Merger.

AMERE PROPERTIES, LLC, a Florida limited liability company, and AMERE, LLC, a Florida limited liability company, have adopted the Certificate of Merger, wherein AMERE PROPERTIES, LLC will be merged into AMERE, LLC. AMERE PROPERTIES, LLC will terminate its existence as a Florida limited liability company. Therefore, the surviving limited liability company will be AMERE, LLC.

If you have any questions, need additional information or if there is a problem with any of the enclosed, please call me immediately so that it can be taken care of, rather than sending it all back to me.

Sincerely,



Walter M. Tovkach

WMT:kat

Enclosure



FLORIDA DEPARTMENT OF STATE
Division of Corporations

January 11, 2016

Walter M. Tovkach, Esq.
P.O. Box 358731
Gainesville, FL 32635

SUBJECT: AMERE, LLC
Ref. Number: L09000004635

We have received your document for AMERE, LLC and your check(s) totaling \$80.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Effective January 1, 2014, all limited liability company forms must be submitted in accordance with the Revised Limited Liability Company Act, Chapter 605, Florida Statutes. The proper form is enclosed for your convenience.

As a condition of a merger, pursuant to s.605.0212(8), Florida Statutes, each party to the merger must be active and current in filing its annual reports with the Department of State through December 31 of the calendar year in which the articles of merger are submitted for filing.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6050.

Annette Ramsey
Regulatory Specialist II

Letter Number: 016A00000605

WALTER M. TOVKACH, ESQUIRE

TOVKACH@BELLSOUTH.NET

**POST OFFICE BOX 358731
GAINESVILLE, FLORIDA 32635-8731**

TELEPHONE (352) 371-4656

TRANSMITTAL

TO:

Annette Ramsey

Florida Department of State – Division of Corporations

P.O. Box 6327

Tallahassee, FL 32314

FROM:

WALTER M. TOVKACH

COMMENTS:

RE: AMERE, LLC Ref Number L09000004635 Enclosed please find the corrected Merger documents. Please be advised that all annual reports are current.

If you have any further questions, please do not hesitate to contact me. Thank you for your kind assistance in this matter.

February 1, 2016

RECEIVED
FEB 11 4 11

CERTIFICATE OF MERGER

FILED
16 FEB -1 PM 12:34
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

THIS AGREEMENT is made this 30th day of December, 2015, by and between AMERE PROPERTIES, LLC, a Florida limited liability company, and AMERE, LLC, a Florida limited liability company, said limited liability companies being sometimes referred to collectively as "Constituent LLCs".

WHEREAS, the respective Members of the Constituent LLCs deem it advisable that AMERE PROPERTIES, LLC, a Florida limited liability company, ("the disappearing limited liability company") be merged into AMERE, LLC, a Florida limited liability company, ("the surviving limited liability company") under the laws of the State of Florida in the manner provided therefore pursuant to the provisions of Section ~~605.1025~~ of the Florida Statutes.

NOW THEREFORE, in consideration of the premises and of the mutual agreement herein contained the Constituent LLCs have agreed, and do hereby agree, to merge upon the terms and conditions below stated.

AGREEMENT TO MERGE

1. The Constituent LLCs hereby agree that the disappearing limited liability company shall be merged into the surviving limited liability company.

NAME OF THE SURVIVING LIMITED LIABILITY COMPANY

2. The name of the surviving limited liability company shall be AMERE, LLC

PLACE OF OFFICE OF SURVIVING LIMITED LIABILITY COMPANY

3. The place in Florida where the principal office of the surviving limited liability company is to be located is 404 NW Hall of Fame Drive, Lake City, Florida, 32055.

PURPOSE OF SURVIVING LIMITED LIABILITY COMPANY

4. The purpose of the surviving limited liability company is to engage in any lawful act or activity for which a limited liability company may be formed under Chapter 605 of the Florida Statutes.

MANAGING MEMBER

5. The Managing Member of the surviving limited liability company shall be RIZWANA THANAWALA.

NAME AND RESIDENT AGENT OF LIMITED LIABILITY COMPANY

6. RIZWANA THANAWALA, 4637 NW American Lane, Lake City, Florida, 32055, Columbia County, in which the principal office of the surviving limited liability company is located, shall be, and hereby is appointed as the person on whom process, tax notices and demands against AMERE, LLC, or any of said Constituent LLCs, may be served.

MODE OF EFFECTING MERGE

7. The mode of carrying said merger into effect, and the manner and basis of converting the units of the disappearing limited liability company into units of the surviving limited liability company, shall be as follows:

The members of the disappearing limited liability company shall surrender their units to the surviving limited liability company on December 30th, 2015 (being the effective date of this Agreement). Upon surrender to the surviving limited liability company of the respective units of the disappearing limited liability company, there shall not be issued to the respective holder hereof, any units of the surviving limited liability company in substitution.

REPORTING OF ASSETS AT BOOK VALUE IN ACCOUNTS OF SURVIVING LIMITED LIABILITY COMPANY; POOLING OF INTEREST

8. The assets of the disappearing limited liability company shall be reported in the accounts of the surviving limited liability company at their book value as of the effective date. The aggregate stated capital, capital surplus, and earned surplus of the Constituent LLCs shall be, respectively, the stated capital, capital surplus, and earned surplus of the surviving limited liability company.

ARTICLES OF ORGANIZATION

9. The Articles of Organization of AMERE, LLC, shall continue to be the Articles of the surviving limited liability company, until, amended as provided by law.

OPERATING AGREEMENT

10. The Operating Agreement of AMERE, LLC, shall be the Operating Agreement of the surviving limited liability company.

EFFECTIVE DATE OF MERGER

11. This merger shall become effective upon filing _____ 2015. The term "effective date," wherever used in this Plan of Merger, shall mean the effective date herein described.

MANAGING MEMBER'S RIGHT TO ABANDON MERGER

12. The Managing Member of each of the Constituent LLCs shall have the power in its discretion to abandon the merger provided for herein prior to the filing of this Certificate of Merger.

EXECUTION

IN WITNESS WHEREOF, the Constituent LLCs have caused their respective names to be signed hereto by their respective managing members of the Constituent LLCs.

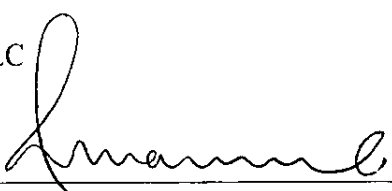
AMERE PROPERTIES, LLC

By: _____


RIZWANA THANAWALA
Managing Member

AMERE, LLC

By: _____


RIZWANA THANAWALA
Managing Member

CERTIFICATE

I, RIZWANA THANAWALA, as Managing Member of AMERE, LLC, do hereby certify:

1. That pursuant to the provisions of Chapter 605 of the Florida Statutes, the Managing Member of AMERE, LLC, consented in writing on December 30th, 2015, to the adoption of the foregoing Certificate of Merger.

2. That pursuant to the provisions of Chapter 605 of the Florida Statutes, all of the members of AMERE, LLC, consented in writing on December 30th, 2015, to the adoption of the foregoing Certificate of Merger and authorized the Managing Member of AMERE, LLC to execute said Certificate on its behalf.

IN WITNESS WHEREOF, we have hereunto set our hands this 30th day of December, 2015.

AMERE, LLC

By: _____


RIZWANA THANAWALA,
Managing Member

CERTIFICATE

I, RIZWANA THANAWALA, as Managing Member of AMERE PROPERTIES, LLC, do hereby certify:

1. That pursuant to the provisions of Chapter 605 of the Florida Statutes, the Managing Member of AMERE PROPERTIES, LLC, consented in writing on December 30th, 2015, to the adoption of the foregoing Certificate of Merger.

2. That pursuant to the provisions of Chapter 605 of the Florida Statutes, all of the members of AMERE PROPERTIES, LLC, consented in writing on December 30th, 2015, to the adoption of the foregoing Certificate of Merger and authorized the Managing Member of AMERE PROPERTIES, LLC to execute said Certificate on its behalf.

IN WITNESS WHEREOF, we have hereunto set our hands this 30th day of December, 2015.

AMERE PROPERTIES, LLC

By: _____


RIZWANA THANAWALA,
Managing Member

APPROVAL BY MANAGING MEMBERS

This Certificate of Merger of the undersigned limited liability companies was adopted pursuant to Section 605.1025 of the Florida Statutes.

EFFECTIVE DATE

The merger of the undersigned limited liability companies will become effective December 30th, 2015.

ADOPTION OF PLAN OF MERGER

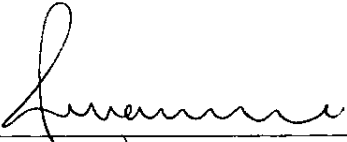
The members of AMERE, LLC, adopted the Certificate of Merger on December 30th 2015. The members of AMERE PROPERTIES, LLC, adopted the Certificate of Merger on December 30th, 2015.

Dated: December 30th, 2015.

AMERE, LLC

By: 
RIZWANA THANAWALA,
Managing Member

AMERE PROPERTIES, LLC

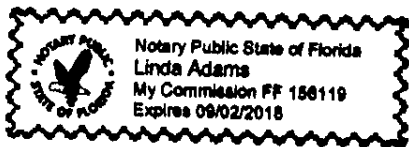
By: 
RIZWANA THANAWALA,
Managing Member

ACKNOWLEDGMENTS

STATE OF FLORIDA
COUNTY OF ALACHUA

I HEREBY CERTIFY that on December 30th 2015, before me an officer fully authorized to take oaths under the laws of the State of Florida, personally appeared RIZWANA THANAWALA, as Managing Member of AMERE, LLC, a Florida limited liability company, and acknowledged before me that he executed this Certificate of Merger.

WITNESS my hand and official seal in the County and State last aforesaid this 30th day of December, 2015.



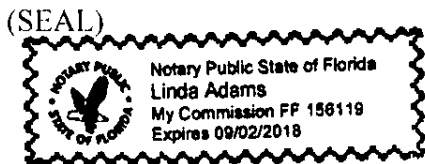
Linda Adams
Notary of Public
Print Name:
My Commission Expires:
My Commission Number:

Personally Known Produced Identification _____
Type of Identification _____

STATE OF FLORIDA
COUNTY OF ALACHUA

I HEREBY CERTIFY that on December 30th 2015, before me an officer fully authorized to take oaths under the laws of the State of Florida, personally appeared RIZWANA THANAWALA, as Managing Member of AMERE PROPERTIES, LLC, a Florida limited liability company, and acknowledged before me that he executed this Certificate of Merger.

WITNESS my hand and official seal in the County and State last aforesaid this 30th day of December, 2015.



Linda Adams
Notary of Public
Print Name:
My Commission Expires:
My Commission Number:

Personally Known Produced Identification _____
Type of Identification _____