

L09000013500

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TALLAHASSEE, FLORIDA

D. BRUCE

OCT 9 2009

EXAMINER

EFFECTIVE DATE

8/17/09

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Emerald Coast Surveillance Systems, LLC
Name of Surviving Party

The enclosed Certificate of Merger and fee(s) are submitted for filing.

Please return all correspondence concerning this matter to:

Joe Carney

Contact Person

Emerald Coast Surveillance Systems, LLC

Firm/Company

5729 Ridgefield Ct.

Address

Milton, FL 32583

City, State and Zip Code

jcarney@emeraldcoastsurveillancesystems.com

E-mail address: (to be used for future annual report notification)

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TALLAHASSEE, FLORIDA

For further information concerning this matter, please call:

John Haynes

at (850)

512-0874

Name of Contact Person

Area Code and Daytime Telephone Number



Certified copy (optional) \$30.00

STREET ADDRESS:

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

MAILING ADDRESS:

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



FLORIDA DEPARTMENT OF STATE
Division of Corporations

August 18, 2009

JOE CARNEY
5729 RIDGEFIELD CT.
MILTON, FL 32583

SUBJECT: EMERALD COAST SURVEILLANCE SYSTEMS LLC
Ref. Number: L09000013500

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TALLAHASSEE, FLORIDA

We have received your document for EMERALD COAST SURVEILLANCE SYSTEMS LLC and your check(s) totaling \$60.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The effective date must be specific and cannot be prior to the date of filing.

The effective date cannot be prior to 08/17/09, the date received by this office.

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) 245-6984.

Deborah Bruce
Regulatory Specialist II

Letter Number: 009A00027961

**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>
1. Extrusion Technical		P08000031826
Solutions, Inc.	Florida	Corporation
2. Emerald Coast		L090000013500
Surveillance Systems, 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>
Emerald Coast Surveillance Syst.	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.

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TALLAHASSEE, FLORIDA

EFFECTIVE DATE 8/17/09

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:

08/17/09

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 entitled 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: N/A



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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:
Extrusion Technical Solutions		E.M. Pete Reeser
Emerald Coast Surveillance Sys		Joseph P. Carney

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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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>
Extrusion Technical		
Solutions, Inc.	Florida	Corporation

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>
Emerald Coast Surveillance Sys.	Florida	Limited Liability Company

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

The merging entity, Extrusion Technical Solutions, Inc., is to be wholly merged into the surviving entity, Emerald Coast Surveillance Systems, LLC. All shares of stock, rights, assets, and liabilities of Extrusion Technical Solutions, Inc. shall become property of Emerald Coast Surveillance Systems, LLC.

*Please see attached shareholder meeting minutes attached.

(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:

All shares of stock issued by Extrusion Technical Solutions, Inc. shall be wholly
acquired by Emerald Coast Surveillance Systems, LLC, of which the two
managing members, E.M. Pete Reeser and Joseph P. Carney, shall each maintain
50% interest .

(Attach additional sheet if necessary)

B. The manner and basis of converting rights to acquire the interests, shares, obligations or other securities of each merged party into 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:

There are no rights to acquire further interests, shares, or obligations in

Extrusion Technical Solutions, Inc.

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(Attach additional sheet if necessary)

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

None.

(Attach additional sheet if necessary)

SIXTH: Other provisions, if any, relating to the merger are as follows:

Extrusion Technical Solutions, Inc. currently has no assets, receivables, or

liabilities to be acquired.

*Please see attached shareholder meeting minutes for further details.

(Attach additional sheet if necessary)

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**Extrusion Technical Solutions, Inc.
5729 Ridgefield Court
Milton, FL 32583**

**Shareholder Meeting Minutes: August 5, 2009
6375 Hwy. 90, Milton, FL 32570**

Shareholders Present:

Present: E.M. Pete Reeser and Joseph P. Carney.

Absent: None.

Others Present:

Consulting Accountant: John Haynes, Shoreline Accounting, Inc.

Proceedings:

Meeting was called to order at 9:30 AM by Pete Reeser, President/Treasurer.

Discussion ensued as to the purpose of this meeting, which was primarily to vote and arrange on the merger of Extrusion Technical Solutions, Inc. into Emerald Coast Surveillance Systems, LLC.

Item#1: Motion made by Joseph P. Carney, Vice-President/Secretary, to merge Extrusion Technical Solutions, Inc. into Emerald Coast Surveillance Systems, LLC. Motion was seconded and approved.

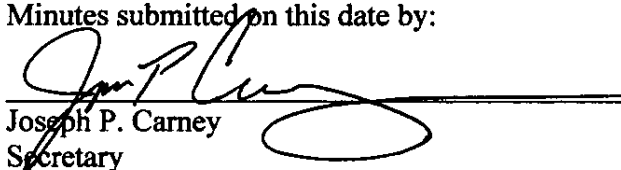
Item#2: Motion made by Joseph P. Carney that all assets, liabilities, receivables, and shares of Extrusion Technical Solutions, Inc. shall become property of Emerald Coast Surveillance Systems, LLC. Motion was seconded and approved.

Item#3: Motion made by Joseph P. Carney that Emerald Coast Surveillance Systems, LLC shall acquire the fictitious name *Extrusion Technical Solutions* and the necessary paperwork shall be filed to allow this name to be used as a D.B.A. (Doing Business As) with the State of Florida. Motion was seconded and approved.

Item#4: Motion made by Joseph P. Carney that the firm, Shoreline Accounting, Inc., 6971 Datura St., Milton, FL 32570 shall be retained to prepare and file the paperwork necessary to establish the approved merger and fictitious name. Motion seconded and approved.

With no further business, the meeting was adjourned at 10:30 AM.

Minutes submitted on this date by:


Joseph P. Carney
Secretary

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