



FLORIDA DEPARTMENT OF STATE
Division of Corporations

February 17, 2015

LINA BARON / AMERICAN INVESTMENTS GROUP LLC
3650 NW 82 AVE SUITE 402
MIAMI, FL 33166 US

SUBJECT: AMERICAN INVESTMENTS GROUP LLC
Ref. Number: L09000052458

We have received your document for AMERICAN INVESTMENTS GROUP LLC and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The LLC merger should be filed under statute 605. I am sending the correct forms for your convenience.

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

Carolyn Lewis
Regulatory Specialist II

Letter Number: 415A00003292

COVER LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: AMERICAN INVESTMENTS GROUP 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:

LINA BARON

Contact Person

AMERICAN INVESTMENTS GROUP LLC

Firm/Company

3650 NW 82 AV SUITE 402

Address

MIAMI, FL 33166

City, State and Zip Code

linabaron@bellsouth.net

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

For further information concerning this matter, please call:

Lina Baron

Name of Contact Person

at (786) 336-8135

Area Code Daytime Telephone Number

Certified copy (optional) \$30.00

STREET ADDRESS:

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

MAILING ADDRESS:

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

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

SECRETARY OF STATE
DIVISION OF CORPORATION

15 FEB 27 PM 12:52

The following Articles of Merger is submitted to merge the following Florida Limited Liability Company(ies) in accordance with s. 605.1025, 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. <u>L09000052458</u> <u>American Investments</u> <u>Group LLC</u> | <u>Florida</u> | <u>LLC</u> |
| 2. <u>Portobello LLC</u> <u>L05000073178</u> | <u>Florida</u> | <u>LLC</u> |

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

EFFECTIVE DATE
3-16-15

| <u>Name</u> | <u>Jurisdiction</u> | <u>Form/Entity Type</u> |
|---|---------------------|-------------------------|
| <u>American Investments</u> <u>Group LLC</u> | <u>Florida</u> | <u>LLC</u> |

THIRD: The merger was approved by each domestic merging entity that is a limited liability company in accordance with ss.605.1021-605.1026; by each other merging entity in accordance with the laws of its jurisdiction; and by each member of such limited liability company who as a result of the merger will have interest holder liability under s.605.1023(1)(b).

FOURTH: Please check one of the boxes that apply to surviving entity: (if applicable)

- This entity exists before the merger and is a domestic filing entity, the amendment, if any to its public organic record are attached.
- This entity is created by the merger and is a domestic filing entity, the public organic record is attached.
- This entity is created by the merger and is a domestic limited liability partnership or a domestic limited liability partnership, its statement of qualification is attached.
- This entity is a foreign entity that does not have a certificate of authority to transact business in this state. The mailing address to which the department may send any process served pursuant to s. 605.0117 and Chapter 48, Florida Statutes is:

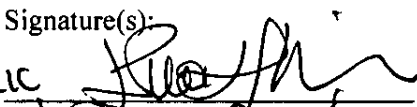
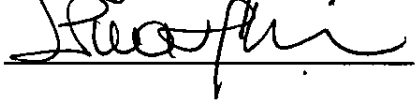
FILED
 SECRETARY OF STATE
 DIVISION OF CORPORATIONS
 15 FEB 27 PM 2:52

FIFTH: This entity agrees to pay any members with appraisal rights the amount, to which members are entitled under ss.605.1006 and 605.1061-605.1072, F.S.

SIXTH: If other than the date of filing, the delayed 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:

MARCH 16, 2015

SEVENTH: Signature(s) for Each Party:

| Name of Entity/Organization: | Signature(s): | Typed or Printed Name of Individual: |
|---------------------------------------|--|--------------------------------------|
| <u>American Investments Group LLC</u> |  | <u>LINA BARON</u> |
| <u>Portobello LLC</u> |  | <u>LINA BARON</u> |
| _____ | _____ | _____ |
| _____ | _____ | _____ |

- 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 an authorized person

| | | | |
|--|---------|--|---------|
| Fees: 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 |