

L090000081546

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐

PICK-UP

☐

WAIT

☐

MAIL

(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

PO3-63591

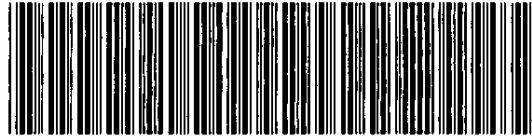
L09-81546

A. LUNT

DEC - 2 2009

EXAMINER

Office Use Only



400160910804

11/30/09--01002--006 **35.00

09/24/09--01013--013 **25.00

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

2009 DEC - 1 AM 11:07

FILED

ESTATE PLANNING AND LEGACY LAW CENTER, PLC

Peace of Mind For You - Through Planning

Charles D. Wilder, JD, LL.M (Tax)
*Board Certified in Wills, Trust & Estates
Attorney at Law*

Nicholas J. Rubino, JD
*Board Certified in Wills, Trusts & Estates
Attorney at Law - Of Counsel*

Robert H. Culton, II, JD, LL.M (Tax)
Attorney at Law - Of Counsel

Mark L. Hammond, JD, LL.M (Tax)
Attorney at Law

September 22, 2009

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

Re: Toronto Publishing, Inc.

Dear Sir or Madam:

Enclosed please find a Certificate of Conversion for Toronto Publishing, Inc. (Document #P03000063591) into Suzy Toronto Studios, LLC (Document #L09000081546) along with our filing fees in the amount of \$25.00. Please return the filed document in the envelope provided.

If you have any questions regarding this matter, please do not hesitate to contact the undersigned at 407-647-PLAN (7526) x111 or via email at vparker@epllc-plc.com.

Sincerely,

ESTATE PLANNING AND LEGACY LAW CENTER, PLC



Vickie L. Parker, Paralegal to
Charles D. Wilder, Esq.

VLP/
Enclosures

cc: Mr. & Mrs. Allen S. Toronto w/o encs.

\\server02\CPShare\CPWin\HISTORY\090911_0001\35A2.17 (23)

FILED
2009 DEC - 1 AM 11:07
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE
Division of Corporations

September 25, 2009

ESTATE PLANNING AND LEGACY LAW CENTER, PLC
ATTN: VICKIE L. PARKER
159 LOOKOUT PLACE, SUITE 101
MAITLAND, FL 32751

SUBJECT: SUZY TORONTO STUDIOS, LLC
Ref. Number: L09000081546

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

2009 DEC - 1 AM 11:07

FILED

We have received your document for SUZY TORONTO STUDIOS, LLC and your check(s) totaling \$25.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Because Chapters 607, 608, and 620, Florida Statutes, require the certificate of conversion and the documentation forming the resulting Florida business entity be filed simultaneously, the enclosed certificate of conversion cannot be filed. Our records reflect the documentation forming the resulting Florida business entity was previously filed with this office. Therefore, we are enclosing the form and instructions for filing a merger.

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) 245-6094.

Agnes Lunt
Regulatory Specialist II

Letter Number: 209A00031405

ESTATE PLANNING AND LEGACY LAW CENTER, PLC

Peace of Mind For You - Through Planning

Charles D. Wilder, JD, LL.M (Tax)
*Board Certified in Wills, Trust & Estates
Attorney at Law*

Nicholas J. Rubino, JD
*Board Certified in Wills, Trusts & Estates
Attorney at Law - Of Counsel*

Robert H. Culton, II, JD, LL.M (Tax)
Attorney at Law - Of Counsel

Mark L. Hammond, JD, LL.M (Tax)
Attorney at Law

November 13, 2009

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

Re: Suzy Toronto Studios, LLC
Ref. # L09000081546
Letter #209A00031405

FILED
2009 DEC - 1 AM 11:07
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

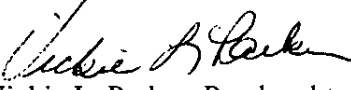
Dear Sir or Madam:

Enclosed please find a Certificate of Merger for Toronto Publishing, Inc. (Document #P03000063591) into Suzy Toronto Studios, LLC (Document #L09000081546) along with our filing fees in the amount of \$35.00. We previously paid \$25.00 toward the total filing fees. Please return the filed document in the envelope provided.

If you have any questions regarding this matter, please do not hesitate to contact the undersigned at 407-647-PLAN (7526) x111 or via email at vparker@epllc-plc.com.

Sincerely,

ESTATE PLANNING AND LEGACY LAW CENTER, PLC


Vickie L. Parker, Paralegal to
Charles D. Wilder, Esq.

VLP/
Enclosures

cc: Mr. & Mrs. Allen S. Toronto w/o encs.

\\server02\CPShare\CPWin\HISTORY\091023_0001\35A2.1B (23)

**CERTIFICATE OF MERGER
FOR
TORONTO PUBLISHING, INC.
INTO
SUZY TORONTO STUDIOS, LLC.**

FILED
2009 DEC - 1 AM 11:07
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The following Certificate of Merger is submitted to merge Toronto Publishing, Inc. with Suzy Toronto Studios, LLC in accordance with § 608.4382, Florida Statutes.

1. The exact name, type of entity, and jurisdiction of the merging entities are: Toronto Publishing, Inc., a Florida Corporation formed June 9, 2003, under the laws of the State of Florida previously with its principal office located at 5400 Lake Street, Tangerine, Florida 32777; and Suzy Toronto Studios, LLC, a Limited Liability Company formed on August 24, 2009, under the laws of the State of Florida with its principal office located at 5400 Lake Street, Tangerine, Florida 32777.
2. The exact name, type of entity, and jurisdiction of the **surviving party** is as follows: Suzy Toronto Studios, LLC, a Limited Liability Company formed on August 24, 2009, under the laws of the State of Florida with its principal office located at 5400 Lake Street, Tangerine, Florida 32777 and will continue to use the same EIN.
3. Toronto Publishing, Inc. will cease to exist after effective date of the merger.
4. The attached plan of merger was approved by the domestic corporation and the limited liability company that are a party to the merger in accordance with applicable provisions of Chapters 607, 608, 617, and/or 620, Florida Statutes.
5. 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.
6. 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, shall be the date of filing.

Dated this 30 day of October, 2009.

TORONTO PUBLISHING, INC.,
a Florida Corporation

SUZY TORONTO STUDIOS, LLC,
a Florida Limited Liability Company

BY: _____

Allen Toronto, President

BY: _____

Allen Toronto, Manager

**PLAN OF MERGER
FOR
TORONTO PUBLISHING, INC.
INTO
SUZY TORONTO STUDIOS, LLC.**

FILED
2009 DEC -1 AM 11:07
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of §607.1101 through §607.1105 and §608.438 through §608.4383, Florida Statutes, the above referenced Corporation and Limited Liability Company, by and through their Shareholders, Directors, Manager and Members do unanimously adopt, ratify and confirm this Plan of Merger (the "Plan") between the two entities and states:

Article I.

The exact name, type of entity, and jurisdiction of the merging entities are Toronto Publishing, Inc., a Florida Corporation formed June 9, 2003, under the laws of the State of Florida and Suzy Toronto Studios, LLC, a Limited Liability Company formed on August 24, 2009, under the laws of the State of Florida.

Article II.

Toronto Publishing Inc., a Florida Corporation shall be the "Merging Corporation" and the "Surviving Entity" shall be Suzy Toronto Studios, LLC, a Florida Limited Liability Company.

Article III.

The terms and conditions of the merger are as follows: the "Surviving Entity" as merged shall be Suzy Toronto Studios, LLC, a Limited Liability Company formed on August 24, 2009, under the laws of the State of Florida. The entity shall have its principal office located at 5400 Lake Street, Tangerine, Florida 32777. The entity will commence transacting business or conducting activities in the state of Florida on the effective date of the merger. The effective date of the merger shall be the date of filing. Suzy Toronto Studios, LLC shall continue to use the EIN previously issued to Toronto Publishing Inc.

Article IV.

All of the stock shares of the "Merging Corporation" shall be tendered to certificates of interest in the "Surviving Entity" and shall be issued in equal shares unto the Allen S. Toronto Trust and the Susan C. Toronto Trust.

The above Plan of Merger has been unanimously adopted by the Shareholders and Directors of the "Merging Corporation" and has been unanimously adopted by the Managers and Members of the "Surviving Entity" on October 30, 2009.

TORONTO PUBLISHING, INC.,
a Florida Corporation

By: [Signature]
Allen Toronto, President/Director/Shareholder

By: [Signature]
Suzy Toronto, Vice President/Shareholder

SUZY TORONTO STUDIOS, LLC,
a Florida Limited Liability Company

Allen S. Toronto Trust, Member

By: [Signature]
Allen Toronto, Manager/Trustee

By: [Signature]
Susan C. Toronto, Trustee

Susan C. Toronto Trust, Member

By: [Signature]
Susan C. Toronto, Trustee

By: [Signature]
Allen Toronto, Manager/Trustee

2009 DEC -1 AM 11:07
CLERK OF DISTRICT COURT
TALLAHASSEE, FLORIDA

FILED