

109000085543

Florida Department of State
Division of Corporations
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MERGER OR SHARE EXCHANGE
All Star Realty X LLC

Certificate of Status	0
Certified Copy	1
Page Count	02
Estimated Charge	\$58.75

80.00

M. THOMAS

JAN - 5 2010

EXAMINER

2010 JAN - 4 AM 8:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

H1000000816

CERTIFICATE OF MERGER
OF
ALL STAR REALTY IX LLC
(a Florida limited liability company)
INTO
ALL STAR REALTY X LLC
(a Florida limited liability company)

The following certificate of merger is submitted in accordance with the Florida Limited Liability Company Act, pursuant to Section 608.4382.

FIRST: All Star Realty IX LLC, a Florida limited liability company, document number L09000085498, is the terminating limited liability company (the "Terminating LLC").

SECOND: All Star Realty X LLC, a Florida limited liability company, document number L09000085543, is the surviving limited liability company (the "Surviving LLC").

THIRD: The attached Plan of Merger was approved by each domestic limited liability company in accordance with Chapter 608, Florida Statutes.

FOURTH: The merger shall become effective when this Certificate of Merger is filed with the Florida Department of State.

IN WITNESS WHEREOF, the undersigned have executed this Certificate of Merger as of the 21st day of December, 2009.

ALL STAR REALTY IX LLC

By: 

Name: Morris Staszower

Title: President + Manager

ALL STAR REALTY X LLC

By: 

Name: Morris Staszower

Title: President + Manager

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PLAN OF MERGER

FIRST: All Star Realty IX LLC, a Florida limited liability company, is the merging party (the "Terminating LLC").

SECOND: All Star Realty X LLC, a Florida limited liability company, is the surviving party (the "Surviving LLC").

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

1. The Articles of Organization of the Surviving LLC, as in effect immediately prior to the merger, shall be the Articles of Organization of the Surviving LLC.

2. The Operating Agreement of the Surviving LLC, as in effect immediately prior to the merger will be the Operating Agreement of the Surviving LLC and will continue in full force and effect until changed, altered or amended.

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

1. At the effective time of the merger, all member interests of the Surviving shall thereafter constitute all of the outstanding member interests of the Surviving LLC.

2. All the membership interests of the Terminating LLC as of the effective time of the merger shall be cancelled and retired and shall cease to exist.

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