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EXAMINER



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10/12/09--01001--003 \*\*90.00

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DIVISION OF CORPORATIONS  
09 OCT -9 PM 2:33

CORAPMER

# CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301  
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

SWEID PROPERTIES, LLC INTO:

NATURE OF MARBLE, LLC

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File 3rd

- ☐ Art of Inc. File
- ☐ LTD Partnership File
- ☐ Foreign Corp. File
- ☐ L.C. File
- ☐ Fictitious Name File
- ☐ Trade/Service Mark
- ☒ Merger File
- ☐ Art. of Amend. File
- ☐ RA Resignation
- ☐ Dissolution / Withdrawal
- ☐ Annual Report / Reinstatement
- ☒ Cert. Copy
- ☐ Photo Copy
- ☐ Certificate of Good Standing
- ☐ Certificate of Status
- ☐ Certificate of Fictitious Name
- ☐ Corp Record Search
- ☐ Officer Search
- ☐ Fictitious Search
- ☐ Fictitious Owner Search
- ☐ Vehicle Search
- ☐ Driving Record
- ☐ UCC 1 or 3 File
- ☐ UCC 11 Search
- ☐ UCC 11 Retrieval
- ☐ Courier

Signature

Requested by: SETH

10/09/09 11:00

Name

Date

Time

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**CERTIFICATE OF MERGER**  
**OF**  
**SWEID PROPERTIES, LLC**  
**(a Florida limited liability company)**  
**into**  
**NATURE OF MARBLE, LLC**  
**(a Florida limited liability company)**

Under Section 608.4382  
of the Florida Limited Liability Company Act

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DIVISION OF CORPORATIONS  
FILED STATE

The undersigned, Hussein Sweid, being the sole Member of SWEID PROPERTIES, LLC, a Florida limited liability company, and the sole Member of NATURE OF MARBLE, LLC, a Florida limited liability company, does hereby certify:

1. The following plan of merger was adopted by the board of directors of SWEID PROPERTIES, LLC and the members of NATURE OF MARBLE, LLC:

a. The name of the limited liability company to be merged is SWEID PROPERTIES, LLC, a Florida limited liability company (the "Non-Surviving LLC"). The name of the surviving limited liability company is NATURE OF MARBLE, LLC, a Florida limited liability company (the "Surviving LLC").

b. The terms and conditions of the proposed merger are as follows:

(1) The operating agreement of the Surviving LLC on the effective date of the merger shall continue to be the operating agreement of the Surviving LLC.

(2) The Surviving LLC shall continue to be managed by its members.

(3) The effect of the merger shall be the effect described in Section 608.438 of the Florida Limited Liability Company Act.

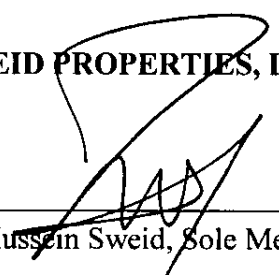
(4) The manner and basis of converting the limited liability company interests of each of the members of the Non-Surviving LLC into limited liability company interests of the Surviving LLC is as follows: the Non-Surviving LLC has one member, Hussein Sweid,

owning 100% of the membership interests in the Non-Surviving LLC. The Surviving LLC has one member, Hussein Sweid, owning 100% of the membership interests in the Surviving LLC. Without the surrender of interest certificates or any other action, Hussein Sweid's ownership of 100% of the interests in the Non-Surviving LLC will merge into Hussein Sweid's ownership of 100% of the interests in the Surviving LLC so that after the merger, Hussein Sweid will own 100% of the membership interests of the Surviving LLC.

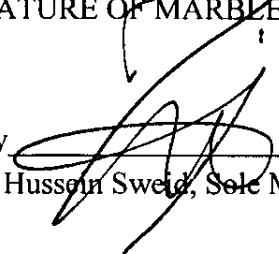
2. The attached Plan of Merger of SWEID PROPERTIES, LLC into NATURE OF MARBLE, LLC was authorized by the unanimous written consent of the members of SWEID PROPERTIES, LLC on OCTOBER 8, 2009 and by the unanimous written consent of the members of NATURE OF MARBLE, LLC on OCTOBER 8, 2009.

IN WITNESS WHEREOF, the undersigned hereby sign this Certificate of Merger and affirm the statements made herein as true under the penalties of perjury this 8<sup>TH</sup> day of OCTOBER, 2009.

SWEID PROPERTIES, LLC

By   
Hussein Sweid, Sole Member

NATURE OF MARBLE, LLC

By   
Hussein Sweid, Sole Member

**MEMBER CONSENT  
FOR  
SWEID PROPERTIES, LLC**

The undersigned, being all of the members of Sweid Properties, LLC (the "Company") entitled to vote thereon, do hereby consent that a meeting of the members of the Company be dispensed with, for the purposes hereof, and do hereby take the following action by written consent pursuant to the applicable provisions of the Operating Agreement of the Company:

Adoption of the following resolutions:

**RESOLVED**, that the Plan of Merger presented to the members (a copy of which is attached hereto) pursuant to which the Company shall be merged with and into Nature of Marble, LLC, a Florida limited liability company, pursuant to and in accordance with the provisions of Section 608.438 of the Florida Limited Liability Company Act be, and the same hereby is, authorized, adopted and approved; and be it further

**RESOLVED**, the members of the Company, be and each of them hereby is, authorized and directed to execute and file a Certificate of Merger with the Secretary of State of the State of Florida, and to execute such other documents and to take such additional actions as may be necessary or advisable in connection with the merger of the Company into Nature of Marble, LLC.

IN WITNESS WHEREOF, the undersigned hereby sign this Instrument and affirm the statements made herein as true under the penalties of perjury this 8<sup>TH</sup> day of OCTOBER, 2009.

  
\_\_\_\_\_  
**Hussein Sweid, Sole Member**

**MEMBER CONSENT  
FOR  
NATURE OF MARBLE, LLC**

The undersigned, being all of the members of NATURE OF MARBLE, LLC (the "Company") entitled to vote thereon, do hereby consent that a meeting of the members of the Company be dispensed with, for the purposes hereof, and do hereby take the following action by written consent pursuant to the provisions of Section 5.5 of the Operating Agreement of the Company:

Adoption of the following resolutions:

**RESOLVED**, that the Plan of Merger presented to the members (a copy of which is attached hereto) pursuant to which SWEID PROPERTIES, LLC shall be merged with and into the Company, pursuant to and in accordance with the provisions of Section 608.438 of the Florida Limited Liability Company Act be, and the same hereby is, authorized, adopted and approved; and be it further

**RESOLVED**, the members of the Company, be and each of them hereby is, authorized and directed to execute and file a Certificate of Merger with the Secretary of State of the State of Florida, and to execute such other documents and to take such additional actions as may be necessary or advisable in connection with the merger of said corporation into the Company.

IN WITNESS WHEREOF, the undersigned hereby sign this Instrument and affirm the statements made herein as true under the penalties of perjury this 8<sup>TH</sup> day of OCTOBER, 2009.

  
\_\_\_\_\_  
Hussein Sweid, Sole Member

**PLAN OF MERGER  
OF  
SWEID PROPERTIES, LLC  
(a Florida limited liability company)  
into  
NATURE OF MARBLE, LLC  
(a Florida limited liability company)**

This Plan of Merger has been adopted by the members of SWEID PROPERTIES, LLC, a limited liability company, and by the members of NATURE OF MARBLE, LLC, a Florida limited liability company, pursuant to Sections 608.438 and 608.4381 of the Florida Limited Liability Company Act:

1. The name of the limited liability company to be merged is SWEID PROPERTIES, LLC, a Florida limited liability company (the "Non-Surviving LLC"). The name of the surviving limited liability company is NATURE OF MARBLE, LLC, a Florida limited liability company (the "Surviving LLC").

2. The terms and conditions of the proposed merger are as follows:

a. The operating agreement of the Surviving LLC on the effective date of the merger shall continue to be the operating agreement of the Surviving LLC.

b. The Surviving LLC shall continue to be managed by its members.

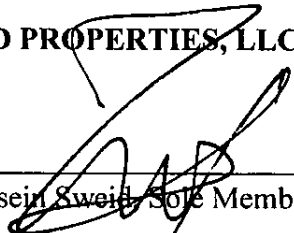
c. The effect of the merger shall be the effect described in Section 608.438 of the Florida Limited Liability Company Act.

d. The manner and basis of converting the limited liability company interests of each of the members of the Non-Surviving LLC into limited liability company interests of the Surviving LLC is as follows: The Non-Surviving LLC has one member, Hussein Sweid, owning 100% of the membership interests in the Non-Surviving LLC. The Surviving LLC has one member, Hussein Sweid, owning 100% of the membership interests in the Surviving LLC. Without the surrender of interest certificates or any other action, Hussein Sweid's ownership of 100% of the interests in the Non-Surviving LLC will merge into Hussein Sweid's ownership of 100% of the interests in the Surviving LLC so that after the merger, Hussein Sweid will own 100% of the membership interests of the Surviving LLC.

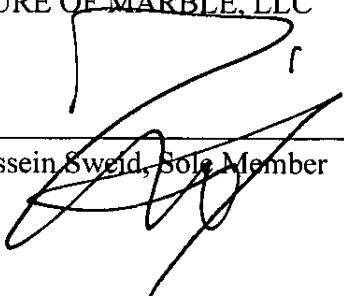
*[BALANCE OF THIS PAGE  
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IN WITNESS WHEREOF, the undersigned hereby sign this Plan of Merger and affirm the statements made herein as true under the penalties of perjury this 8<sup>TH</sup> day of OCTOBER, 2009.

**SWEID PROPERTIES, LLC**

By   
Hussein Sweid, Sole Member

**NATURE OF MARBLE, LLC**

By   
Hussein Sweid, Sole Member