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L09000109816

\_\_\_\_\_  
(Requestor's Name)

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(Address)

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(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

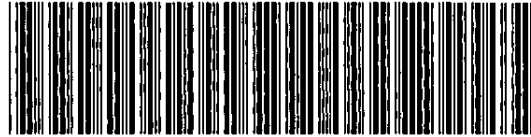
\_\_\_\_\_  
(Business Entity Name)

\_\_\_\_\_  
(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

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EFFECTIVE DATE

1/1/13

12/21/12--01033--002 \*\*75.00

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12 DEC 21 PM 4:43  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

DEC 27 2012  
T. DEMELUX

**COVER LETTER**

**TO:** Registration Section  
Division of Corporations

**SUBJECT:** Dixie Acquisitions Number One, LLC, a Florida limited liability company (L09000109816)  
Name of Surviving Party

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

Please return all correspondence concerning this matter to:

George Befeler, Esq.

Contact Person

Homer Bonner P.A.

Firm/Company

1200 Four Seasons Tower, 1441 Brickell Avenue

Address

Miami, Florida, 33131

City, State and Zip Code

gbefeler@homerbonner.com

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

For further information concerning this matter, please call:

George Befeler, Esq.

Name of Contact Person

at ( 305 ) 350-5159

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

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

**EFFECTIVE DATE**  
11/11/12

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>
<u>Dixie Acquisitions Number Two, LLC</u>	<u>Florida (L09000109817)</u>	<u>Limited Liability Company</u>
<u>Dixie Acquisitions Number Three, LLC</u>	<u>Florida (L09000109821)</u>	<u>Limited Liability Company</u>
_____	_____	_____
_____	_____	_____

**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>
<u>Dixie Acquisitions Number One, LLC</u>	<u>Florida (L09000109816)</u>	<u>Limited Liability Company</u>

**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.

**FILED**  
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**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:

January 1, 2013

**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 entitles 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:

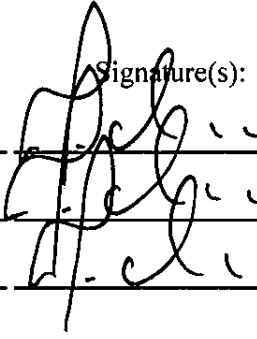
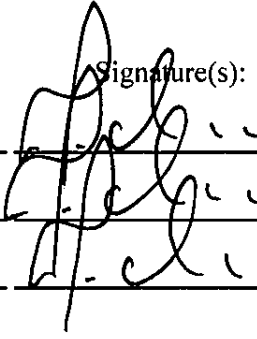
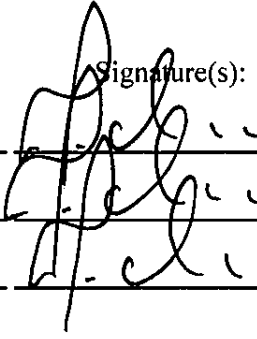
N/A

Mailing address:

N/A

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:
Dixie Acquisitions Number One, LLC		Rene Dahdah, Manager
Dixie Acquisitions Number Two, LLC		Rene Dahdah, Manager
Dixie Acquisitions Number Three, LLC		Rene Dahdah, Manager

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

<b><u>Fees:</u></b>	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

<b><u>Certified Copy (optional):</u></b>	\$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>
<u>Dixie Acquisitions Number Two, LLC</u>	<u>Florida (L09000109817)</u>	<u>Limited Liability Company</u>
<u>Dixie Acquisitions Number Three, LLC</u>	<u>Florida (L09000109821)</u>	<u>Limited Liability Company</u>
<u> </u>	<u> </u>	<u> </u>
<u> </u>	<u> </u>	<u> </u>

**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>
<u>Dixie Acquisitions Number One, LLC</u>	<u>Florida (L09000109816)</u>	<u>Limited Liability Company</u>

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

The merging entities shall be merged with and into the surviving entity, and such entities are hereby merged  
with and into the surviving entity pursuant to the terms and conditions of this plan of merger. On and after the  
effective date of the merger, the surviving entity shall be the sole surviving company and shall continue to  
exist as a Florida limited liability company, with all the rights and obligations of such a company. The  
merging entities shall cease to exist (except as may otherwise be provided for specific purposes in the  
Florida statutes) and their property shall become the property of the surviving entity.

*(Attach additional sheet if necessary)*

**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:

Each limited liability company interest of the merging entities shall be changed and converted into a  
limited liability company interest of the surviving entity, which interest shall thereupon be issued and  
outstanding. After the effective date, each holder of a limited liability company interest in the merging  
entities shall surrender the same to the surviving entity and such holder shall be entitled to receive in  
exchange therefor limited liability company interest representing the amount of interest in the surviving  
entity equal to the amount of interst in the merging entities so surrendered.

*(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:

The manner and basis of converting rights to acquire the interests and obligations of the merging entities  
shall be as set forth in the operating agreement of the surviving entity.

*(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:

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N/A

*(Attach additional sheet if necessary)*

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

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N/A

*(Attach additional sheet if necessary)*