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SECRETARY OF STATE
ALLAHASSEE

D. BRUCE
JAN 1 1 2010

EXAMINER

LAW OFFICES OF

JASON R. MAUGHAN A PROFESSIONAL ASSOCIATION TREE TOP CENTRE 1101 PERIWINKLE WAY • SUITE 103

SANIBEL, FLORIDA 33957 (239) 472-2424 FAX (239) 472-2924

January 5, 2009

Amendment Section **Division of Corporations** Post Office Box 6327 Tallahassee, FL 32314

Re: FEDOROV ENTERPRISES, L.L.C. - Merger

Dear Secretary of State:

Please find enclosed Articles of Merger, Action Plan and approval by all members of all limited liability corporations, and fees submitted for filing. The New Jersey limited liability companies - FEDOROV, L.L.C. ONE, a New Jersey limited liability company, and FEDOROV, L.L.C. TWO, a New Jersey limited liability company shall merge into FEDOROV ENTERPRISES, L.L.C., a Florida limited liability company, Document No.: L09000122315, effective upon filing or December 31, 2009, whichever is latest. Please return all correspondence concerning this matter to the following:

Jason R. Maughan, Esquire Jason R. Maughan, P.A. 1101 Periwinkle Way Suite One Hundred Three Sanibel, FL 33957

For further information concerning this matter, please call Attorney Jason R. Maughan at (239) 472-2424 or (239) 887-2888; or you can e-mail me at: irm@sanibellaw.com.

Also, I request a certified copy and include an additional check in the amount of \$8.75 for that purpose.

Yours sincerely,

Jason R. Maughan, Esq.

JRM/cab cc: Client Enclosures

PLAN OF MERGER

The following Plan of Merger is submitted in compliance with section 608.438, Florida Statutes and in accordance with the laws of any other applicable jurisdiction of organization.

The name and jurisdiction of the surviving company:

FEDEROV ENTRPRISES, L.L.C., a Florida limited liability company

The name and jurisdiction of each merging company:

FEDOROV, L.L.C. ONE, a New Jersey limited liability company

FEDOROV, L.L.C. TWO, a New Jersey limited liability company

The terms and conditions of the merger are as follows:

The two New Jersey L.L.C.'s shall merge with the Florida L.L.C. and thereafter cease to exist. The Florida L.L.C. shall survive and operate in their stead alone.

A statement of any changes in the Articles of Organization of the surviving company to be effected by the merger is as follows:

None.

Other provisions relating to the merger are as follows:

Ownership interest in the surviving L.L.C. has been calculated by generally accepted accounting principles, by Allen M. Stockelberg, C.P.A., as follows:

Vera Fedorov

23.75%

Mark J. Fedorov

31.25%

Victor A. Fedorov

Irrevocable Trust 18.60

Veronica Savage

26.40

Effective date of merger is December 31, 2009.

ARTICLES OF MERGER

The following Articles of Merger are submitted in accordance with the Florida Limited Liabilities Company's Act, pursuant to Section 608.438, Florida Statutes.

First: The name and jurisdiction of the surviving company shall be FEDOROV ENTERPRISES, L.L.C., a Florida limited liability company, Document Number: L 0900122315. Second: The name and jurisdiction of each merging company: a. FEDOROV, L.L.C. ONE, a New Jersey limited liability company, I.D. Number: 0600031834. Filing Date: October 22, 1996 b. FEDOROV, L.L.C. TWO, a New Jersey limited liability company, I.D. Number: 0600031835. Filing Date: October 22, 1996 Third: The Plan of Merger is attached. **Fourth**: The Merger shall become effective on December 31, 2009. Fifth: Adoption of Merger by surviving corporation. The Plan and Merger was adopted by written consent of the Members and executed in accordance with Sections 608.438 and 608.4381, Florida Statutes. Sixth: Adoption of Merger by both merging companies. Section II. The Plan of Merger was adopted by written consent of the Members and executed in accordance with Sections 608,438 and 608.4381, Florida Statutes. Seventh: Signatures for Each Corporation: VEŘAŤEDOROV Manager / Member STATE OF NEW DELLE COUNTY OF MCCCC BEFORE ME this 3 day of December appeared Vera Fedorov, Manager and Member of FEDOROV, L.L.C. ONE, who is personally

as identification.

Lauren Cracekirle	
NOTARY PUBLIC CLACChiale Printed Name: 1 (July Clacchiale My	LAUREN CRACCHIOLO Notary Public State of New Jersey Commission Expires Jun 12, 2011
FEDOROV, L.L.C. ONE	
MARK J. FEDOROV Member	
STATE OF)	
BEFORE ME this day ofappeared Mark J. Fedorov, Member of FEDOROV, L.L.C. ONE, wor has produced as identification.	, 20, personally who is personally known to me fication.
NOTARY PUBLIC Printed Name:	(SEAL)
VERA FEDOROV, Trustee VICTOR A. FEDOROV IRREVOCABLE TRUST Member	10 JAN-7 AK II: 05 SECKETARY OF STATE TALLAHASSEE. FLORIDA
STATE OF NEW Jersey	
COUNTY OF MECCA	0.4
BEFORE ME this day of	revocable Trust, Member of
NOTARY PUBLIC Printed Name: LYUIL Crarchide	(SEAL)

	NOTARY PUBLIC Printed Name:	(SEAL)
	FEDOROV, L.L.C. ONE	
	MARK J. FEDOROV	
	Member:	
Polim	STATE OF Pansylvania	
	county of Lehigh	
	appeared Mark J. Fedorov, Member of FEDOROV, Lor has produced A Discussion Lieuws	.L.C. ONE, who is personally known to me as identification.
	NOTARY PUBLIC Printed Name: Document J Keyse	COMMONWEAUTH SEAL SEAL PUBLIC Doreen J. Reysor, Notary Public Upper Mecung of Payor, Lenigh County My Commission Expounding 10, 2011 Member, Pennaylvania Association of Notaries
	FEDOROV, L.L.C. ONE	10 JAN- SECRETA TALLAHAS
	VERA FEDOROV, Trustee VICTOR A. FEDOROV IRREVOCABLE TRUST Member	ANH: 05 RY OF STATE SEE, FLORIDA
	STATE OF)	, Die Sie
	BEFORE ME this day of	. 20 personally
	BEFORE ME this day of appeared Vera Fedorov, Trustee of the Victor A FEDOROV, L.L.C. ONE, who is personally as identifica	known to me or has produced
	NOTARY PUBLIC Printed Name:	(SEAL)

FEPOROV, L.L.C. ONE	
Veryn Cours	
VERONICA SAVAGE	
Member	
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STATE OF New Mexico	
STATE OF New Mexico	•
COUNTY OF TAUS	
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BEFORE ME this A day of December appeared Veronica Savage, Member of FEDOROV, L.L.C. ON	, 20 <u>07</u> , personal
appeared veronica Savage, Member of FEDOROV, L.L.C. On or has produced N , M . D L . as ic	NE, who is personally known to m dentification
or rigs produced 14, 19.	Sertanoation.
Glow Cal- Godina	
NOTARY PUBLIC	(SEAL)
How Vigl- Godina NOTARY PUBLIC. Printed Name: Gloria Vigil-Godina	
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FEDOROV, L.L.C. TWO	E . 2
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VERA FEDOROV	m~ mo >>
Manager / Member	
	AK H: 05 OF STATE E. FLORID
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STATE OF	D
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known to me or has produced	v, L.L.C. TWO, who is personal
Milothi to the of has produced	as identification.
NOTARY PUBLIC	(SEAL)
Printed Name:	
FEDOROV, L.L.C. TWO	
MARK J. FEDOROV	
Member	

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FEDOROV, L.L.C. ONE		
VERONICA SAVAGE Member	·	
STATE OF)		
COUNTY OF		
BEFORE ME this day of appeared Veronica Savage, Member of FEDOROV, L.L. or has produced	, 20, person C. ONE, who is personally known to as identification.	nally me
NOTARY PUBLIC Printed Name:	(SEAL)	
FEDOROVIL.L.C. TWO	SECRETAR TALLAHAS:	5 2 7
STATE OF New Terry COUNTY OF Merce	24 c	
BEFORE ME this 3 day of 1000 appeared Vera Fedorov, Manager and Member of FED known to me or has produced 1000 DC.	OROV, L.L.C. TWO, who is person as identification.	nally nally
NOTARY PUBLIC Printed Name: <u>Lyuin Cracchido</u>	(SEAL)	
FEDOROV, L.L.C. TWO	LAUREN CRACCHIOLO Notary Public State of New Jersey My Commission Expires Jun 12, 2011	
MARK J. FEDOROV Member		•

FEDOROV, L.L.C. ONE	
VERONICA SAVAGE Member	
STATE OF)	
COUNTY OF	
BEFORE ME this day of appeared Veronica Savage, Member of FEDOROV, or has produced	, 20, pe L.L.C. ONE, who is personally know as identification.
NOTARY PUBLIC Printed Name:	(SEAL)
FEDOROV, L.L.C. TWO VERA FEDOROV Manager / Member	SECRETARY OF STATE ALLAHASSEE. FLORIDA
STATE OF) .	A
COUNTY OF	
BEFORE ME this day of appeared Vera Fedorov, Manager and Member of known to me or has produced	, 20, pe FEDOROV, L.L.C. TWO, who is pe as identification.
NOTARY PUBLIC Printed Name:	(SEAL)
FEDOROV, L.L.C. TWO	
Member /	
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MX LO	STATE OF Jensylvan			
	COUNTY OF Landish			
	appeared Mark J. Fedorov, Member of FEDOROV, L.L.C. TWO, who is or has produced PA Private License as identification	, 20 <u><i>0 1</i></u> personally : n.	_, person known to	ally me
	NOTARY PUBLIC Printed Name: Document J. Keys Upper Macungle: My Committee By Member, Pennaywania	ci (SEA (Y blic vir., Lebigh Cou pres June 10, 2	: int) 011	
	FEDOROV, L.L.C. TWO			
	VERA FEDOROV, Trustee VICTOR A. FEDOROV IRREVOCABLE TRUST Member			
	STATE OF			
	BEFORE ME this day of appeared Vera Fedorov, Trustee of the Victor A. Fedorov Irrevoca FEDOROV, L.L.C. TWO, who is personally known to	, 20 able Trust,	_, person Member	ally r of
	me or has produced as identific	ation.		
	NOTARY PUBLIC Printed Name:	(SEAL)		
	FEDOROV, L.L.C. TWO	OCCANA	SECRETAR)	न्त
	VERONICA SAVAGE Member	SSEE, FL	1	ILE
		ORIDA	AH H: 05 OF STATE	O

STATE OF	
COUNTY OF	
BEFORE ME this day of appeared Mark J. Fedorov, Member of FEDOROV, L. or has produced	, 20, personally L.C. TWO, who is personally known to meas identification.
NOTARY PUBLIC Printed Name:	(SEAL)
VERA FEDOROV, Trustee VICTOR A. FEDOROV IRREVOCABLE TRUST Member STATE OF New Jersen COUNTY OF Mercer BEFORE ME this 31 day of Dece appeared Vera Fedorov, Trustee of the Victor A FEDOROV, L.L.C. TWO, who is personally known to	. Fedorov Irrevocable Trust, Member of
me or has produced NJ DL	as identification.
NOTARY PUBLIC Printed Name: Lauren Cracchido	(SEAL)
FEDOROV, L.L.C. TWO	LAURI N CRALLHIOLO Notary Public State of New Jersey My Commission Expires Jun 12, 2011
VERONICA SAVAGE Member	

STATE OF	·
COUNTY OF	
BEFORE ME this day of appeared Mark J. Fedorov, Member of FEDOROV, L.L or has produced	. 20, personally .C. TWO, who is personally known to me as identification.
NOTARY PUBLIC Printed Name:	(SEAL)
FEDOROV, L.L.C. TWO	
VERA FEDOROV, Trustee VICTOR A. FEDOROV IRREVOCABLE TRUST Member	
STATE OF)	
BEFORE ME this day of appeared Vera Fedorov, Trustee of the Victor A. FEDOROV, L.L.C. TWO, who is personally known to	, 20, personally Fedorov Irrevocable Trust, Member of
me or has produced	as identification.
NOTARY PUBLIC Printed Name:	(SEAL)
FEDOROV, L.L.C. TWO Compared Sangle VERONICA SAVAGE Member	FILED 10 JAN-7 AM B: 06 SECRETARY OF STATE FALLAHASSEE, FLORIDA

STATE OF VEW MEXICO	
COUNTY OF TAOS	
appeared Veronica Savage, Member of FEDOROV, L.L. me or has produced N.M. DL	C. TWO, who is personally known to as identification.
Slove Doil-Hadena NOTARY PUBLIC, Printed Name: Gloria Vigil-Godina	(SEAL)
FEDOROV ENTERPRISES, L.L.C.	
VERA FEDOROV Manager / Member	
STATE OF)	
COUNTY OF)	
BEFORE ME this day of appeared Vera Fedorov, Manager and Member of FEDO personally known to me or has produced identification.	, 20, personally PROV ENTERPRISES, L.L.C., who is as
NOTARY PUBLIC Printed Name:	(SEAL)
FEDOROV ENTERPRISES, L.L.C.	10 JAN SECRETA
MARK J. FEDOROV Member	-7 MH:06 SEE, FLORIDA
STATE OF	TATE ORIDA
COUNTY OF)	•
BEFORE ME this day of appeared Mark J. Fedorov, Member of FEDOROV ENTER	, 20, personally RPRISES, L.L.C., who is personally

STATE OF)	
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BEFORE ME this day of appeared Veronica Savage, Member of FED me or has produced	OROV, L.L.C. TWO, who is personally known to as identification.
NOTARY PUBLIC Printed Name:	(SEAL)
FEDOROV ENTERPRISES, L.L.C. VERA FEDOROV Manager / Member	
STATE OF NEW TELLEY	
COUNTY OF MERCES	
BEFORE ME this 3/ day of appeared Vera Fedorov, Manager and Mem personally known to me or has produ	ber of FEDOROV ENTERPRISES, L.L.C., who is ced N DZ as
identification. Alluly Nathili NOTARY PUBLIC OF COMMENT	
Printed Name: Lauren Crachi	Notary Public
FEDOROV ENTERPRISES, L.L.C.	State of New Jersey My Commission Expires Jun 12, 2011
MARK J. FEDOROV Member	TARY OF STARSEE, FL
STATE OF)	OF STATE ORIDA
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BEFORE ME this day of appeared Mark J. Fedorov, Member of FEDO	, 20, personally ROV ENTERPRISES, L.L.C., who is personally

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	NOTARY PUBLIC Printed Name:	·		(SEAL)	JAN-7 A	
	FEDOROV ENTERPRISES, L.L.C. MARK J. FEDOROV	2			AN II: 06 OF STATE FLORIDA	E D
	Member					
por Con	STATE OF /Chasylvin.	<u>~</u> }				
	BEFORE ME this 30 appeared Mark J. Fedorov, Member		RISES, L.L.C	_, 20 <u><i>//</i> :</u> ., who is _l	رِّ, personally personally	y

Printed Name:

known to me or has produced	as identification.
NOTARY PUBLIC Printed Name:	(SEAL)
FEDOROV ENTERPRISES, I.C. VERA FEDOROV, Trustee VICTOR A. FEDOROV IRREVOCABLE TRUST Member	
STATE OF NEW Tersey COUNTY OF Merce	2.6
appeared Vera Fedorov, Trustee of the Victor FEDOROV ENTERPRISES, L.L.C., who is	personally known to me or has produced ification. LAUREN CRAC(STALE) Notary Public
FEDOROV ENTERPRISES, L.L.C.	State of New Jersey My Commission Expires Jun 12, 2011
VERONICA SAVAGE Member	W-7 AM
STATE OF)	TATE ORIDA
COUNTY OF	"
BEFORE ME this day of appeared Veronica Savage, Member of FEDOR known to me or has produced	OV ENTERPRISES, L.L.C., who is personally
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VERA FEDOROV, Trustee	
VICTOR A. FEDOROV IRREVOCABLE TRUST	
Member	
STATE OF	
STATE OF)	
COUNTY OF	
BEFORE ME this day of appeared Vera Fedorov, Trustee of the Victor A. Fedor	, 20, personally
FEDOROV ENTERPRISES, L.L.C., who is personally	known to me or has produced
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VERONICA SAVAGE Member	AM #: 06 OF STATE FLORIDA
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VERONICA SAVAGE Member STATE OF New Mexico COUNTY OF TAOS	STATE CORIDA
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VERONICA SAVAGE Member STATE OF New Mexico COUNTY OF TAOS	STATE CORIDA
VERONICA SAVAGE Member STATE OF New Mexico COUNTY OF TAOS BEFORE ME this 39 day of Nece may appeared Veronica Savage, Member of FEDOROV ENTER known to me or has produced N.M. DU	Be 20 09, personally PRISES, L.L.C., who is personally as identification.
VERONICA SAVAGE Member STATE OF New Mexico COUNTY OF TAOS BEFORE ME this 39 day of Received appeared Veronica Savage, Member of FEDOROV ENTER known to me or has produced N.M. DC	Be , 20 09, personally as identification.
VERONICA SAVAGE Member STATE OF New Mexico COUNTY OF TAOS BEFORE ME this 29 day of Decema appeared Veronica Savage, Member of FEDOROV ENTER known to me or has produced N. M. DL MOTARY PURISCO	Bow, 20 09, personally as identification.
VERONICA SAVAGE Member STATE OF New Mexico COUNTY OF TAOS BEFORE ME this 29 day of Decema appeared Veronica Savage, Member of FEDOROV ENTER known to me or has produced N. M. DL NOTARY PURISCO	Be , 20 09, personally as identification.
VERONICA SAVAGE Member STATE OF New Mexico COUNTY OF TAOS BEFORE ME this 39 day of Loce me appeared Veronica Savage, Member of FEDOROV ENTER known to me or has produced N.M. DU Main Will Hadene	Bow, 20 09, personally as identification.

ACTION ON PLAN OF MERGER

COMES NOW FEDOROV, L.L.C. ONE, a New Jersey limited liability company, FEDOROV, L.L.C. TWO, a New Jersey limited liability company, and FEDOROV ENTERPRISES, L.L.C., a Florida limited liability company, and hereby give notice and resolve to merge FEDOROV, L.L.C. ONE, a New Jersey limited liability company and FEDOROV, L.L.C. TWO, a New Jersey limited liability company into FEDOROV ENTERPRISES, L.L.C., a Florida limited liability company, that shall be the surviving limited liability company, pursuant to Chapter 608 of the Florida Statutes, and more particularly Subsection 608.438 Merger of Limited Liability Company.

- 1. The Articles of Organization of the New Jersey limited liability companies do not require a greater than majority vote to take action. However, in an abundance of caution, and because the merger may be interpreted as a termination of L.L.C.'s pursuant to Article XIII (2) Termination of L.L.C., for all intents and purposes, the Plan of Merger shall therefore be approved by a vote of all members and the Manager of the two (2) New Jersey companies and the Manager and Members of the Florida limited liability company that shall survive.
- 2. In addition to the approval required by subsection (1) above, the surviving entity is not a partnership, limited partnership, or a member of the limited liability company that is a party to the merger becoming a general partner of such partnership or limited liability partnership. Therefore, subsection (2) shall not apply.
- 3. All members of the FEDOROV, L.L.C. ONE, a New Jersey limited liability company, FEDOROV, L.L.C. TWO, a New Jersey limited liability company, that are parties to the merger have, pursuant to Florida Statute 608.455, waived in writing, by the person entitled to such notification, the notice of not fewer than thirty (30) or more than sixty (60) days before the date of the meeting on merger, agreed that notice is not required.
- 4. The notification, or waiver thereof as is the case here, required by subsection (3) above, has been reduced to writing and includes:
- (a) the date, time, and place of the meeting, if any, at which the placement of the submitted, but more particularly, states that a meeting was not necessary as it has been waives pursuant to the above-referenced subsection.
 - (b) a copy or summary of the plan of merger has been provided.
- (c) statements requiring availability of appraisal, rights in a limited liability company have been provided, however, unnecessary as the parties have agreed through the utilization of an accountant to the disposition of values and ownership in the surviving limited liability company.
 - 5. Notification has been waived.
- 6. The plan of merger does not provide for a manner in which the plan of merger may be amended at any time before the effective date of the merger; to wit: December 31, 2009.

7. The New Jersey limited liability companies and the Florida limited liability company Articles of Organization, Operating Agreement or the plan of merger do not provide a specific method, though the right exists, that at any time prior to the filing of Articles of Merger with the Florida Department of State, the plan merger may be abandoned.

The undersigned, VERA FEDOROV, hereby agrees and votes for the Plan of Merger to be filed with the Secretary of State, such that the FEDOROV, L.L.C. ONE, a New Jersey limited

	merge into FEDOROV ENTERPRISES, L.L.C., a Florida limited liability company, effective
	December 31, 2009, and waive any and all notice or requirements and approve hereby the merger and resulting surviving limited liability company.
	FEDDROV, L.L.C. DNE
	VERA FEDOROV Manager / Member
	Wallage / Wellber
	STATE OF New Jersey
	COUNTY OF Merce
	BEFORE ME this 31 day of December , 2009, personally appeared Vera Fedorov, Manager and Member of FEDOROV, L.L.C. ONE, who is personally
	known to me or has produced $\frac{\sqrt{3}}{\sqrt{3}}$ $\frac{0L}{}$ as identification.
\geq	Kellyon (nachula
_	NOTARY PUBLIC (SEAL)
	Printed Name: Lauren Cracchiolo LAUREN CRACCHIOLO
	Notary Public State of New Jersey
	My Commission Expires Jun 12, 2011
	The undersigned, MARK J. FEDOROV, hereby agrees and votes for the Plan of Merger
	to be filed with the Secretary of State, such that the FEDOROV, L.L.C. ONE, a New Jersey
	limited liability company, and FEDOROV, L.L.C. TWO, a New Jersey limited liability company,
	shall merge into FEDOROV ENTERPRISES, L.L.C., a Florida limited liability company, effectives
	December 31, 2009, and waive any and all notice or requirements and approve hereby the
	merger and resulting surviving limited liability company.
	FEDOROV, L.L.C. ONE

MARK J. FEDOROV Member

7. The New Jersey limited liability companies and the Florida limited liability company Articles of Organization, Operating Agreement or the plan of merger do not provide a specific method, though the right exists, that at any time prior to the filing of Articles of Merger with the Florida Department of State, the plan merger may be abandoned.

The undersigned, VERA FEDOROV, hereby agrees and votes for the Plan of Merger to be filed with the Secretary of State, such that the FEDOROV, L.L.C. ONE, a New Jersey limited liability company, and FEDOROV, L.L.C. TWO, a New Jersey limited liability company, shall merge into FEDOROV ENTERPRISES, L.L.C., a Florida limited liability company, effective December 31, 2009, and waive any and all notice or requirements and approve hereby the merger and resulting surviving limited liability company.

FEDOROV, L.L.C. ONE	
VERA FEDOROV Manager / Member	-
STATE OF	
COUNTY OF	
BEFORE ME this day of appeared Vera Fedorov, Manager and Membe known to me or has produced	r of FEDOROV, L.L.C. ONE, who is personally as identification.
NOTARY PUBLIC Printed Name:	(SEAL)

The undersigned, MARK J. FEDOROV, hereby agrees and votes for the Plan of Merger to be filed with the Secretary of State, such that the FEDOROV, L.L.C. ONE, a New Jersey limited liability company, and FEDOROV, L.L.C. TWO, a New Jersey limited liability company, shall merge into FEDOROV ENTERPRISES, L.L.C., a Florida limited liability company, effective December 31, 2009, and waive any and all notice or requirements and approve hereby the merger and resulting surviving limited liability company.

FEDOROV, L.L.O

MARK J. FEDORO

Member



byx Commonwealth	
STATE OF Pennsylvania)	
COUNTY OF Lehish	
BEFORE ME this 30 day of December appeared Mark J. Fedorov, Member of FEDOROV, L.L.C. ONE, wor has produced PA 2 river's Liverse as identifications.	vho is personally known to me
NOTARY PUBLIC Doreen Printed Name: Doce The Second Speed Spe	ALTH OF PENNSYLVANIA Notarial Ser(SEAL) J. Keyser, N.(SEAL) Lehigh County Lehigh Co
The undersigned, VERA FEDOROV, as Trustee of IRREVOCABLE TRUST, hereby agrees and votes for the Plan Secretary of State, such that the FEDOROV, L.L.C. ONE, a company, and FEDOROV, L.L.C. TWO, a New Jersey limited liab FEDOROV ENTERPRISES, L.L.C., a Florida limited liability company, and waive any and all notice or requirements and appresulting surviving limited liability company.	of Merger to be filed with the New Jersey limited liability illity company, shall merge into apany, effective December 31, prove hereby the merger and
FEDOROV, L.L.C. ONE	JAN - CRETA AHAS
VERA FEDOROV, Trustee VICTOR A. FEDOROV IRREVOCABLE TRUST Member	7 AM H: 06 RY OF STATE SEE. FLORID
STATE OF)	Þ
COUNTY OF)	
BEFORE ME this day of appeared Vera Fedorov, Trustee of the Victor A. Fedorov In FEDOROV, L.L.C. ONE, who is personally known to as identification.	, 20, personally rrevocable Trust, Member of to me or has produced
NOTARY PUBLIC	(SEAL)

The undersigned, VERONICA SAVAGE, hereby agrees and votes for the Plan of Merger to be filed with the Secretary of State, such that the FEDOROV, L.L.C. ONE, a New Jersey

Printed Name:

STATE OF	
COUNTY OF	
BEFORE ME this day of appeared Mark J. Fedorov, Member of FEDOROV, or has produced	
NOTARY PUBLIC Printed Name:	(SEAL)
The undersigned, VERA FEDOROV, as IRREVOCABLE TRUST, hereby agrees and votes Secretary of State, such that the FEDOROV, L. company, and FEDOROV, L.L.C. TWO, a New Jers FEDOROV ENTERPRISES, L.L.C., a Florida limite 2009, and waive any and all notice or requirem resulting surviving limited liability company. FEDOROV, L.L.C. ONE VERAFEDOROV, Trustee VICTOR A. FEDOROV IRREVOCABLE TRUST Member STATE OF MCCCC BEFORE ME this 3 day of December of the Victor FEDOROV, L.L.C. ONE, who is personal as identificed.	L.C. ONE, a New Jersey limited liability sey limited liability company, shall merge into ed liability company, effective December 31, sents and approve hereby the merger and approve hereby the merger and ap
NOTARY PUBLIC Printed Name: LQUILA Crachiolo	(SEAL) LAUREN CRACCHIOLO Notary Public State of New Jersey My Commission Expires Jun 12, 2011

The undersigned, VERONICA SAVAGE, hereby agrees and votes for the Plan of Merger to be filed with the Secretary of State, such that the FEDOROV, L.L.C. ONE, a New Jersey,

1. 17 11

limited liability company, and FEDOROV, L.L.C. TWO, a New Jersey limited liability company, shall merge into FEDOROV ENTERPRISES, L.L.C., a Florida limited liability company, effective December 31, 2009, and waive any and all notice or requirements and approve hereby the merger and resulting surviving limited liability company.

FEDOROV, L.L.C. ONE	125
1 opan Sant	1 -
VÉRONICA SAVAGE Member	
$N \sim M \sim 10^{-10}$	
STATE OF New MOXICU	
COUNTY OF TAOS	
BEFORE ME this <u>944</u> day of <u>le Cembra</u> appeared Veronica Savage, Member of FEDOROV, L.L.C. ONE, who has produced as identifi	, 20 <i>0</i> , personally ho is personally known to me
. \ \ \	Caucii.
NOTARY PUBLIC ROSALL MOGAS	(SEAL)
The undersigned, VERA FEDOROV, hereby agrees and vobe filed with the Secretary of State, such that the FEDOROV, L.L.C. liability company, and FEDOROV, L.L.C. TWO, a New Jersey linerge into FEDOROV ENTERPRISES, L.L.C., a Florida limited December 31, 2009, and waive any and all notice or requirement merger and resulting surviving limited liability company. FEDOROV, L.L.C. TWO	C. ONE, a New Jersey limited nited liability company, shall i liability company, effective
	U/
	RY C
VERA FEDOROV	RY OF SEE, FI
VERA FEDOROV Manager / Member	RY OF STATISEE, FLORI
	-7 AM 4: 06 RY OF STATE SEE. FLORIDA
Manager / Member	-7 AM 4: 06 RY OF STATE SEE. FLORIDA
STATE OF	. 20 personally

limited liability company, and FEDOROV, L.L.C. TWO, a New Jersey limited liability company, shall merge into FEDOROV ENTERPRISES, L.L.C., a Florida limited liability company, effective December 31, 2009, and waive any and all notice or requirements and approve hereby the merger and resulting surviving limited liability company.

FEDOROV, L.L.C. ONE			
VERONICA SAVAGE Member			
STATE OF)			
COUNTY OF			
BEFORE ME this day of, 20appeared Veronica Savage, Member of FEDOROV, L.L.C. ONE, who is personally or has produced as identification.	_, perso known t	onally to me	
NOTARY PUBLIC (SEAL) Printed Name:			
The undersigned, VERA FEDOROV, hereby agrees and votes for the Plan be filed with the Secretary of State, such that the FEDOROV, L.L.C. ONE, a New Sliability company, and FEDOROV, L.L.C. TWO, a New Jersey limited liability compared into FEDOROV ENTERPRISES, L.L.C., a Florida limited liability companded by December 31, 2009, and waive any and all notice or requirements and approximeter and resulting surviving limited liability company.	Jersey lii ompany, any, effe	mited shall ective	
FEDOROV, L.L.C. TWO VERK FEDOROV Manager / Member	SECRETARY OF	10 JAN -7 AM	
COUNTY OF MCCE	STATE	AM 11: 06	
BEFORE ME this 3 day of December of FEDOROV, L.L.C. TWO, who known to me or has produced 115 day of December of FEDOROV, L.L.C. TWO, who as identifications.		onally onally	

NOTARY PUBLIC Printed Name: Laulen Cracchido

LAUREN CRACCHIOLO

Notary Public

State of New Jersey

My Commission Expires Jun 12, 2011

The undersigned, MARK J. FEDOROV, hereby agrees and votes for the Plan of Merger to be filed with the Secretary of State, such that the FEDOROV, L.L.C. ONE, a New Jersey limited liability company, and FEDOROV, L.L.C. TWO, a New Jersey limited liability company, shall merge into FEDOROV ENTERPRISES, L.L.C., a Florida limited liability company, effective December 31, 2009, and waive any and all notice or requirements and approve hereby the merger and resulting surviving limited liability company.

FEDOROV, L.L.C. TWO

			≥ ∞ =	
MARK J. FEDORÓV			EC 9	
Member			AR A	7
			-7 YARY YSSE	
STATE OF)		mo 🗻	ГТ
001117105)		مهبت رزاست	, ·
COUNTY OF)		LS =	<u>_</u>
BEFORE ME this	day of	. 20	프스 O Opersonelly	
appeared Mark J. Fedorov, Mer	mber of FEDOROV L	L C TWO who is personally	_,_persultariy	
or has produced	ilber of reportor, E.	as identification.	KIIOWII TO IIIC	
	 	as as minouns.		
NOTARY PUBLIC		(SEAL)		
Printed Name:		• •		-

The undersigned, VERA FEDOROV, Trustee of the VICTOR A. FEDOROV IRREVOCABLE TRUST, hereby agrees and votes for the Plan of Merger to be filed with the Secretary of State, such that the FEDOROV, L.L.C. ONE, a New Jersey limited liability company, and FEDOROV, L.L.C. TWO, a New Jersey limited liability company, shall merge into FEDOROV ENTERPRISES, L.L.C., a Florida limited liability company, effective December 31, 2009, and waive any and all notice or requirements and approve hereby the merger and resulting surviving limited liability company.

NOTARY PUBLIC	(SEAL)
Printed Name:	
to be filed with the Secretary of State, limited liability company, and FEDORO' shall merge into FEDOROV ENTERPRIS	OROV, hereby agrees and votes for the Plan of Merger such that the FEDOROV, L.L.C. ONE, a New Jersey V, L.L.C. TWO, a New Jersey limited liability company, SES, L.L.C., a Florida limited liability company, effective all notice or requirements and approve hereby the billity company. AN -7 AN III.
STATE OF <u>Pennsylvania</u>) COUNTY OF <u>Lehigh</u>	
_	report of December 1, 2001, personally FEDOROV, L.L.C. TWO, who is personally known to me as identification. COMMONWEALTH OF PENMSYLVANIA Notarial Seal (SEAL) Doreen J Keyser, Notary (SEAL) Doreen J Keyser, Notary (SEAL)

The undersigned, VERA FEDOROV, Trustee of the VICTOR A. FEDOROV IRREVOCABLE TRUST, hereby agrees and votes for the Plan of Merger to be filed with the Secretary of State, such that the FEDOROV, L.L.C. ONE, a New Jersey limited liability company, and FEDOROV, L.L.C. TWO, a New Jersey limited liability company, shall merge into FEDOROV ENTERPRISES, L.L.C., a Florida limited liability company, effective December 31, 2009, and waive any and all notice or requirements and approve hereby the merger and resulting surviving limited liability company.

Upper Macingle Twp , Chigh County
My Commission Expired 10, 2011
Member, Pennsylvania Association of Notaries

VERA FEDOROV, Trustee VICTOR A. FEDOROV IRREVOCABLE TRUST Member		
STATE OF NEW TELSEY COUNTY OF MERCES BEFORE ME this 31 day of Decement	, m, p,	, ,
appeared Vera Fedorov, Trustee of the Victor A. FEDOROV, L.L.C. TWO, who is personally known to	Fedorov Irrevocable Trust, Member of as identification.	
NOTARY PUBLIC Printed Name: [4418 Crachida	LAUREN CR (SEAL) Notary Public State of New Jersey My Commission Expires Jun 12, 2011	۰.
The undersigned, VERONICA SAVAGE, hereby to be filed with the Secretary of State, such that the limited liability company, and FEDOROV, L.L.C. TWO shall merge into FEDOROV ENTERPRISES, L.L.C., a December 31, 2009, and waive any and all notice of merger and resulting surviving limited liability company.	FEDOROV, L.L.C. ONE, a New Jersey, a New Jersey limited liability company, Florida limited liability company, effective r requirements and approve hereby the	
FEDOROV, L.L.C. TWO	JAN -: CRETAR LAHASS	
VERONICA SAVAGE Member	Y OF STATE FLORIDA	ロフ
STATE OF)		
BEFORE ME this day ofappeared Veronica Savage, Member of FEDOROV, L	, 20, personally, L.C. TWO, who is personally known to	
me or has produced	as identification.	

FEDOROV, L.L.C. TWO	
VERA FEDOROV, Trustee VICTOR A. FEDOROV IRREVOCABLE TRUST Member	
STATE OF	
COUNTY OF	
BEFORE ME this day of appeared Vera Fedorov, Trustee of the Victor A. Fedorov FEDOROV, L.L.C. TWO, who is personally known to	, 20, personally Irrevocable Trust, Member of
me or has produced as	identification.
NOTARY PUBLIC Printed Name:	(SEAL)
	yes
The undersigned, VERONICA SAVAGE, hereby agrees at to be filed with the Secretary of State, such that the FEDORO limited liability company, and FEDOROV, L.L.C. TWO, a New shall merge into FEDOROV ENTERPRISES, L.L.C., a Florida lind December 31, 2009, and waive any and all notice or require merger and resulting surviving limited liability company.	OV, L.L.C. ONE, a New Jersey Jersey limited liability company, mited liability company, effective
FEDOROV, L.L.C. TWO VÉRONICA SAVAGE Member	FILE I
STATE OF New MOXICO	D #:06 STATE LORIDA
COUNTY OF 1.1905	, AG
appeared Veronica Savage, Member of FEDOROV, L.L.C. TW me or has produced WM DL as	7, 2007, personally 70, who is personally known to

	172
Rosalel Morgan NOTARY PUBLIC ROSALIC MOTGAS (SEAL) Printed Name: ROSALIC MOTGAS	
The undersigned, VERA FEDOROV, hereby agrees and votes for the Plan of Mobe filed with the Secretary of State, such that the FEDOROV, L.L.C. ONE, a New Jerse liability company, and FEDOROV, L.L.C. TWO, a New Jersey limited liability company merge into FEDOROV ENTERPRISES, L.L.C., a Florida limited liability company, December 31, 2009, and waive any and all notice or requirements and approve he merger and resulting surviving limited liability company.	ey limited ny, shall effective
FEDOROV ENTERPRISES, L.L.C.	
VERA FEDOROV Manager / Member	
STATE OF) COUNTY OF)	
	ersonally ., who is as
NOTARY PUBLIC (SEAL) Printed Name:	
The undersigned, MARK J. FEDOROV, hereby agrees and votes for the Plan of to be filed with the Secretary of State, such that the FEDOROV, L.L.C. ONE, a New limited liability company, and FEDOROV, L.L.C. TWO, a New Jersey limited liability of shall merge into FEDOROV ENTERPRISES, L.L.C., a Florida limited liability company. December 31, 2009, and waive any and all notice or requirements and approve he merger and resulting surviving limited liability company. FEDOROV ENTERPRISES, L.L.C.	w Jersey company, effective

(SEAL)

The undersigned, MARK J. FEDOROV, hereby agrees and votes for the Plan of Merger to be filed with the Secretary of State, such that the FEDOROV, L.L.C. ONE, a New Jersey limited liability company, and FEDOROV, L.L.C. TWO, a New Jersey limited liability company, shall merge into FEDOROV ENTERPRISES, L.L.C., a Florida limited liability company, effective December 31, 2009, and waive any and all notice or requirements and approve hereby the merger and resulting surviving limited liability company.

FEDOROV ENTERPRISES, L.L.C.

MARK J. FEDOROV Member

NOTARY PUBLIC

NOTARY PUBLIC Printed Name:	(SEAL)
be filed with the Secretary of State, such that the liability company, and FEDOROV, L.L.C. TWO merge into FEDOROV ENTERPRISES, L.L.C.	reby agrees and votes for the Plan of Merger to e FEDOROV, L.L.C. ONE, a New Jersey limited D, a New Jersey limited liability company, shall c., a Florida limited liability company, effective notice or requirements and approve hereby the impany.
FEDOROV ENTERPRISES, L.L.C. VERA FEDOROV Manager / Member	TILED 10 JAN-7 AN H: 06 SECRETARY OF STATE FALLAHASSEE, FLORID
STATE OF)	ATE ORIDA
BEFORE ME this day of _ appeared Vera Fedorov, Manager and Member personally known to me or has produce identification.	er of FEDOROV ENTERPRISES, L.L.C., who is
NOTARY PUBLIC Printed Name:	(SEAL)
_ ·	hereby agrees and votes for the Plan of Merger hat the FEDOROV. L.L.C. ONE. a New Jersey

The undersigned, MARK J. FEDOROV, hereby agrees and votes for the Plan of Merger to be filed with the Secretary of State, such that the FEDOROV, L.L.C. ONE, a New Jersey limited liability company, and FEDOROV, L.L.C. TWO, a New Jersey limited liability company, shall merge into FEDOROV ENTERPRISES, L.L.C., a Florida limited liability company, effective December 31, 2009, and waive any and all notice or requirements and approve hereby the merger and resulting surviving limited liability company.

FEDOROV ENTERPRISES, L.L.C.

MARK J. FEDOROV

Member/

,	numerith	
paxlor	STATE OF Lensylvania)	
	COUNTY OF Lehigh	
	BEFORE ME this 30 day of Dappeared Mark J. Fedorov, Member of FEDORO known to me or has produced PA Days and A	
	NOTARY PUBLIC Printed Name:	COMMONWEA OF PENN (SEAL)A Act and Seal Doreen J. Reyser, Notary Public Upper Macungar (rep., Lehigh County My Commission Expires June 10, 2011 Member, Pennsylvania Association of Notaries
	The undersigned, VERA FEDOROV, IRREVOCABLE TRUST, hereby agrees and vot Secretary of State, such that the FEDOROV, company, and FEDOROV, L.L.C. TWO, a New JefeDOROV ENTERPRISES, L.L.C., a Florida lim 2009, and waive any and all notice or require resulting surviving limited liability company.	L.L.C. ONE, a New Jersey limited liability ersey limited liability company, shall merge into nited liability company, effective December 31,
	FEDOROV ENTERPRISES, L.L.C.	TO JAN-
	VERA FEDOROV, Trustee VICTOR A. FEDOROV IRREVOCABLE TRUST Member	7 MH : 06 SY OF STATE SEE. FLORIDA
	STATE OF) COUNTY OF)	
	BEFORE ME this day of appeared Vera Fedorov, Trustee of the Victor FEDOROV ENTERPRISES, L.L.C., who is as identi-	personally known to me or has produced
	NOTARY PUBLIC Printed Name:	(SEAL)

STATE OF	
COUNTY OF	
BEFORE ME this day of appeared Mark J. Fedorov, Member of FEDOR known to me or has produced	, 20, personally COV ENTERPRISES, L.L.C., who is personally as identification.
NOTARY PUBLIC Printed Name:	(SEAL)
The undersigned, VERA FEDOROV, IRREVOCABLE TRUST, hereby agrees and vo Secretary of State, such that the FEDOROV company, and FEDOROV, L.L.C. TWO, a New JFEDOROV ENTERPRISES, L.L.C., a Florida lin 2009, and waive any and all notice or require resulting surviving limited liability company. FEDOROV ENTERPRISES, L.L.C. VERA FEDOROV, Trustee	, L.L.C. ONE, a New Jersey limited liability lersey limited liability company, shall merge into nited liability company, effective December 31,
VICTOR A. FEDOROV IRREVOCABLE TRUST Member STATE OF NEW Tersey)	7 AM H: 06 Y OF STATE SEE, FLORIDA
COUNTY OF MESCE	personally known to me or has produced
NOTARY PUBLIC Printed Name: LOUIN Crachide	(SEAL)

LAUREN CRACCHIOLO
Notary Public
State of New Jersey
My Commission Expires Jun 12, 2011

The undersigned, VERONICA SAVAGE, hereby agrees and votes for the Plan of Merger to be filed with the Secretary of State, such that the FEDOROV, L.L.C. ONE, a New Jersey limited liability company, and FEDOROV, L.L.C. TWO, a New Jersey limited liability company, shall merge into FEDOROV ENTERPRISES, L.L.C., a Florida limited liability company, effective December 31, 2009, and waive any and all notice or requirements and approve hereby the merger and resulting surviving limited liability company.

FEDOROV ENTERPRISES, L.L.C.	Y P S
/ lem sem	•
VERONICA SAVAGE Member	
STATE OF <u>New Mexico</u>	·
COUNTY OF TAOS	
BEFORE ME this <u>294</u> day of <u>December</u> appeared Veronica Savage, Member of FEDOROV ENTERPRISES,	, 20 <u><i>0</i>9</u> , personally
appeared Veronica Savage, Member of FEDOROV ENTERPRISES, known to me or has produced	L.L.C., who is personally as identification.
Kosall Molson	
NOTARY PUBLIC ROSA LIE MO 9AS	(SEAL)

FILED

10 JAN-7 AM N: 06

SECRETARY OF STATE