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TALLAHASSEE, FLORIDA

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C. CARROTHERS



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JOHNSON & GRIMM, LLP**

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**Also Member of the Florida Bar

May 6, 2016

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

Re: Articles of Merger pursuant to Section 605.1025

Dear Sir/Madam:

Enclosed for filing, please find Articles of Merger for North Star Ventures of East Aurora, LLC, a Florida Limited Liability Company who is merging into North Star Sport Horse, LLC, a New York Limited Liability Company. Also enclosed is a check payable to "Florida Department of State" for \$50.00 for the filing fee for this matter. Should you have any questions or concerns, please do not hesitate to contact our office.

Very truly yours,

NESPER, FERBER, DIGIACOMO,
JOHNSON & GRIMM, LLP

By:

Gabriel J. Ferber
FL Bar No.: 227692

Enclosures

COVER LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: North Star Sport Horse, LLC

Name of Surviving Party

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

Please return all correspondence concerning this matter to:

Gabriel J. Ferber

Contact Person

Nesper, Ferber, DiGiacomo, Johnson & Grimm, LLP

Firm/Company

501 John James Audubon Parkway, Suite 300

Address

Amherst, New York 14228

City, State and Zip Code

gferber@nfdlaw.com

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

For further information concerning this matter, please call:

Gabriel J. Ferber

at (716)

688-3800

Name of Contact Person

Area Code

Daytime Telephone Number

☐ Certified copy (optional) \$30.00

STREET ADDRESS:

Amendment Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

MAILING ADDRESS:

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

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FILED
2016 MAY 10 PM 12:46
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

The following Articles of Merger is submitted to merge the following Florida Limited Liability Company(ies) in accordance with s. 605.1025, 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>
North Star Ventures of East Aurora, LLC	Florida	LLC

SECRETARY OF STATE
MAIL ADDRESS
FLORIDA

2016 MAY 10 PM 12:45

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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>
North Star Sport Horse, LLC	New York	LLC

THIRD: The merger was approved by each domestic merging entity that is a limited liability company in accordance with ss.605.1021-605.1026; by each other merging entity in accordance with the laws of its jurisdiction; and by each member of such limited liability company who as a result of the merger will have interest holder liability under s.605.1023(1)(b).

FOURTH: Please check one of the boxes that apply to surviving entity: (if applicable)

- ☐ This entity exists before the merger and is a domestic filing entity, the amendment, if any to its public organic record are attached.
- ☐ This entity is created by the merger and is a domestic filing entity, the public organic record is attached.
- ☐ This entity is created by the merger and is a domestic limited liability limited partnership or a domestic limited liability partnership, its statement of qualification is attached.
- ☒ This entity is a foreign entity that does not have a certificate of authority to transact business in this state. The mailing address to which the department may send any process served pursuant to s. 605.0117 and Chapter 48, Florida Statutes is:

c/o LuAnn Zureck

250 Delaware Avenue

Buffalo, New York 14202

FIFTH: This entity agrees to pay any members with appraisal rights the amount, to which members are entitled under ss.605.1006 and 605.1061-605.1072, F.S.

SIXTH: If other than the date of filing, the delayed 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:

Note: If the date inserted in this block does not meet the applicable statutory filing requirements, this date will not be listed as the document's effective date on the Department of State's records.

SEVENTH: Signature(s) for Each Party:

Name of Entity/Organization:

North Star Ventures of East Aurora, LLC

North Star Sport Horse, LLC

Signature(s):

LOUIS M. JACOBS

LOUIS M. JACOBS

Typed or Printed

Name of Individual:

Louis M. Jacobs,

Managing Member

Louis M. Jacobs,

Managing Member

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 an authorized person

Fees: 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

Certified Copy (optional):

\$30.00