

L10000033416

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

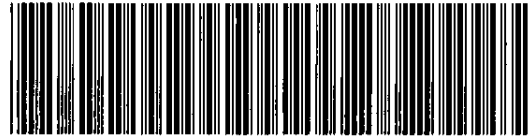
(Business Entity Name)

(Document Number)

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

Special Instructions to Filing Officer:

Office Use Only



300201414273

04/14/11--01026--004 \*\*60.00

FILED

2011 APR 14 PM 1:02

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

T. CLINE

APR 14 2011

EXAMINER

**COVER LETTER**

**TO:** Registration Section  
Division of Corporations

**SUBJECT:** BLUE SEA RE, 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:

ALVARO CASTILLO

Contact Person

CASTILLO & ASSOCIATES

Firm/Company

1390 BRICKELL AVENUE SUITE 200

Address

MIAMI FLORIDA 33131

City, State and Zip Code

ALCAPA@AOL.COM

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

2011 APR 14 PM 1:02  
FILED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

For further information concerning this matter, please call:

ALVARO CASTILLO

Name of Contact Person

at ( 305 )

371-5540

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**

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>
BLUE SEA RE, LLC	FLORIDA	Limited Liability Company

ARMONY RE CORP.	FLORIDA	Corporation
-----------------	---------	-------------


**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>
BLUE SEA RE, LLC	FLORIDA	Limited Liability Company

**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.

2011 APR 14 PM 1:02  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FILED

**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:

**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:

**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 which such members are entitled to 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: \_\_\_\_\_

\_\_\_\_\_  
\_\_\_\_\_

Mailing address: \_\_\_\_\_

\_\_\_\_\_  
\_\_\_\_\_

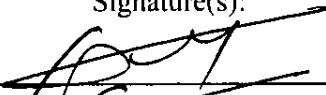

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

2011 APR 14 PM 1:02

FILED

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:
<u>BLUE SEA RE, LLC</u>		<u>Antonio Verona, Manager</u>
<u>ARMONY RE, CORP.</u>		<u>Antonio Verona, President</u>
_____	_____	_____
_____	_____	_____

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

2011 APR 14 PM 1:02  
 SECRETARY OF STATE  
 TALLAHASSEE, FLORIDA

FILED

**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

## 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>
BLUE SEA RE, LLC	FLORIDA	Limited Liability Company
ARMONY RE CORP	FLORIDA	Corporation

**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>
BLUE SEA RE, LLC	FLORIDA	Limited Liability Company

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

The sole beneficial owners of Armony RE Corp. and Blue Sea Re, LLC are


*(Attach additional sheet if necessary)*

2011 APR 14 PM 1:02  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FILED

**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:

The sole beneficial owners of Armony RE Corp. and Blue Sea Re, LLC are the sam

---

---

---

---

---

---

---

*(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 sole beneficial owners of Armony RE Corp. and Blue Sea Re, LLC are the sa

---

---

---

---

---

---

---

*(Attach additional sheet if necessary)*

2011 APR 14 PM 1:00  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

FILED

**FIFTH:** Any statements that are required by the laws under which each other business entity is formed, organized, or incorporated are as follows:

---

---

---

---

---

---

---

---

*(Attach additional sheet if necessary)*

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

---

---

---

---

---

---

---

---

*(Attach additional sheet if necessary)*

2011 APR 14 PM 1:02  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FILED