

L100000052519

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

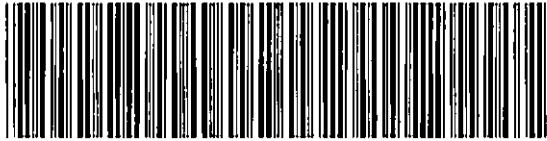
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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2020 DEC 15 PM 1:19

2020 DEC 15 AM 9:00

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FLORIDA DEPARTMENT OF STATE
Division of Corporations

December 16, 2020

SUNSHINE STATE

CORRECTED
Please Allow For
Same File Date

SUBJECT: EL SALVADOR SHAREHOLDER I, LLC
Ref. Number: L10000053519

We have received your document for EL SALVADOR SHAREHOLDER I, LLC and the authorization to debit your account in the amount of \$50.00. However, the document has not been filed and is being returned for the following:

Your document is being returned as requested.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6050.

Yasemin Y Sulker
Regulatory Specialist III

Letter Number: 020A00025455

Sunshine State Corporate Compliance Company

3458 Lakeshore Drive, Tallahassee, Florida 32312

(850) 656-4724

DATE 12/15/2020

****WALK IN****

ENTITY NAME EL SALVADOR SHAREHOLDER I-II, LLC

DOCUMENT NUMBER _____

****PLEASE FILE THE ATTACHED AND RETURN****

XXXX

Plain Copy

Certified Copy

Certificate of Status

****PLEASE OBTAIN THE FOLLOWING FOR THE ABOVE ENTITY****

Certified Copy of Arts & Amendments

Certificate of Good Standing

****APOSTILLE / NOTARIAL CERTIFICATION****

COUNTRY OF DESTINATION _____

NUMBER OF CERTIFICATES REQUESTED _____

TOTAL OWED \$50.00

ACCOUNT #: I20160000072

Please call Tina at the above number for any issues or concerns. Thank you so much!

ARTICLES OF MERGER

The following Articles of Merger is submitted to merge the following Florida limited liability company in accordance with section 605.1025, Florida Statutes.

First: The name and jurisdiction of the surviving limited liability company:

<u>Name</u>	<u>Jurisdiction</u>
El Salvador Shareholder III, LLC	Ohio

Second: The name and jurisdiction of the merging limited liability company:


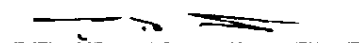
<u>Name</u>	<u>Jurisdiction</u>
El Salvador Shareholder I, LLC	Florida

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

Fifth: The merger shall become effective at 11:59 p.m. on December 31, 2020.

Sixth SIGNATURES FOR EACH LIMITED LIABILITY COMPANY:

<u>Name of Entity</u>	<u>Signature</u>	<u>Typed of Printed Name of Individual and Title</u>
El Salvador Shareholder III, LLC		Thomas P. Hunt Executive Vice President
El Salvador Shareholder I, LLC		Thomas P. Hunt Executive Vice President

2020 DEC 15 PM 5:00

FILED

PLAN OF MERGER

The following plan of merger is submitted in compliance with Section 605.1025, Florida Statutes.

1. The name and jurisdiction of the **surviving** limited liability company:

<u>Name</u>	<u>Jurisdiction</u>
El Salvador Shareholder III, LLC	Ohio

2. The name and jurisdiction of the **merging** limited liability company:

<u>Name</u>	<u>Jurisdiction</u>
El Salvador Shareholder I, LLC	Florida

3. Central America Equityholder, LLC, a Florida limited liability company owns one hundred percent (100%) of the issued and outstanding membership interest of the surviving limited liability company and of the merging limited liability company.

4. On the effective date of the merger, each of the issued and outstanding membership interest of the merging limited liability company, and all rights in respect thereof, shall be canceled.

5. Other provisions relating to the merger are as follows:

(A) **Assumption of Assets.** All property, rights, privileges, powers, trademarks, licenses, registrations and other assets of every kind and description of the merging limited liability company shall be transferred to and vested in the surviving limited liability company without further act or deed, and all property (including real, personal and intellectual) of the merging limited liability company shall be the property of the surviving limited liability company.

(B) **Assumption of Obligations.** All obligations of the merging limited liability company shall become obligations of the surviving limited liability company.

(C) **Effective Date.** The merger shall become effective at 11:59 p.m. on December 31, 2020 (the "Effective Date").

(D) **Member Approvals.** The Sole Member of the surviving limited liability company and the merging limited liability company have approved this Plan of Merger and the filing of the Articles of Merger and all other documents or certificates required to be filed with the Florida Department of State and the filing of the Certificate of Merger with the Ohio Secretary of State, each by Written Consent dated December 11, 2020.

(E) Articles of Organization. The Articles of Organization of the surviving limited liability company shall continue to be the Articles of Organization of said surviving limited liability company until further amended and changed in accordance with the provisions of Chapter 1705 of the Ohio Revised Code.

(F) Operating Agreement. The Operating Agreement of the surviving limited liability company in effect currently and as of the Effective Date will remain the Operating Agreement of the surviving limited liability company without any modification or amendment in the merger.

(G) Officers and Directors. The directors and officers of the surviving limited liability company shall be those persons who were the members of the Board of Directors and the officers, respectively, of the surviving limited liability company immediately prior to the Effective Date and shall remain the directors and officers of the surviving limited liability company until their successors shall have been duly elected and qualified.

(H) Required Actions. El Salvador Shareholder III, LLC shall take, or cause to be taken, all action required or advisable under the laws of the State of Ohio to consummate and make effective the intent of this Plan of Merger.

(I) Dissenters' Rights. Because the merging limited liability company has one shareholder, there will not be dissenters' rights in connection with the merger.