

3/18/2016 11:59:37 AM From: To: (850) 617-6380 (1/4)

Florida Department of State
Division of Corporations
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**MERGER OR SHARE EXCHANGE
SIMMONS PET PROPERTIES LLC**

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COVER LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: Simmons Pet Properties LLC
(Name of Surviving Corporation)

The enclosed Articles of Merger and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Gidalthy Rodriguez
(Contact Person)

DLA Piper LLP (US)
(Firm/Company)

200 South Biscayne Boulevard, Suite 2500
(Address)

Miami, Florida 33131
(City/State and Zip Code)

simmonsnet@gmail.com
Email Address (to be used for future annual report notifications)

For further information concerning this matter, please call:

Gregory M. Weigand, Esq. at (305) 423-8500
(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, Florida 32301

MAILING ADDRESS:
Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

ARTICLES OF MERGER

FOR FLORIDA LIMITED LIABILITY COMPANY

VCA SIMMONS REAL ESTATE DEVELOPMENT COMPANY, LLC
a Delaware limited liability company

INTO

SIMMONS PET PROPERTIES LLC,
a Florida limited liability company

The following Articles of Merger is submitted to merge the following Florida Limited Liability Company in accordance with section 605.1023 of the Florida Revised Limited Liability Company Act.

FIRST: The name and jurisdiction of the merging party is **VCA SIMMONS REAL ESTATE DEVELOPMENT COMPANY, LLC**, a Delaware limited liability company (the "*Merging Company*").

SECOND: The name and jurisdiction of the surviving party is **SIMMONS PET PROPERTIES LLC**, a Florida limited liability company ("*Surviving Company*").

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: The merger shall become effective on the date these Articles of Merger are filed with the Florida Department of State.

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.

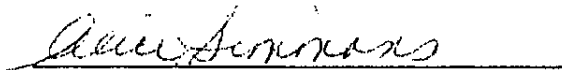
[Signature Page to Follow]

SIXTH: Signatures for Each Party:

SIMMONS PET PROPERTIES LLC, a Florida limited liability company

A handwritten signature in black ink, appearing to read "Kenneth Simmons", is written over a horizontal line.

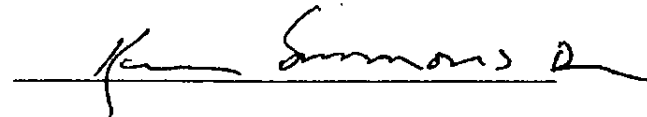
By: Kenneth Simmons
Its: Member and Authorized Representative

A handwritten signature in black ink, appearing to read "Alice Simmons", is written over a horizontal line.

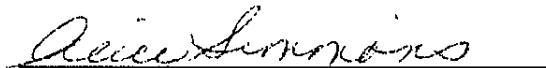
By: Alice Simmons
Its: Member and Authorized Representative

VCA SIMMONS REAL ESTATE DEVELOPMENT COMPANY, LLC, a Delaware limited liability company

By: Simmons Pet Properties LLC
Its: Sole Member

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By: Kenneth Simmons
Its: Member and Authorized Representative

A handwritten signature in black ink, appearing to read "Alice Simmons", is written over a horizontal line.

By: Alice Simmons
Its: Member and Authorized Representative