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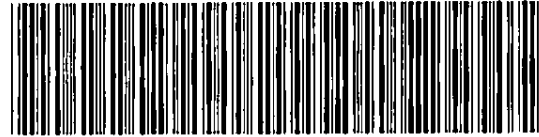
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**COVER LETTER**

**TO:** Amendment Section  
Division of Corporations

**SUBJECT:** APG-Rotables, 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:

Matthew McRoberts, Esq.

Contact Person

Nelson Mullins Riley & Scarborough, LLP

Firm/Company

5811 Pelican Bay Blvd, Suite 204

Address

Naples, Florida 34108

City, State and Zip Code

pestrada@vionix.com

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

For further information concerning this matter, please call:

Matthew McRoberts, Esq. at (239) 325-0416

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

CR2E080 (2/20)



**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 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:

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**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:

**January 1, 2024**

**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.

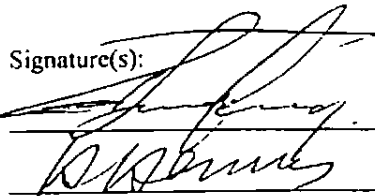
**SEVENTH:** Signature(s) for Each Party:

Name of Entity/Organization:

Nebo Aviation Services, LLC

APG-ROTABLES, LLC

Signature(s):



Typed or Printed

Name of Individual:

Boris O. Nekrasov

Nataliya S. Nekrasova

Corporations:

General partnerships:

Florida Limited Partnerships:

Non-Florida Limited Partnerships:

Limited Liability Companies:

Chairman, Vice Chairman, President or Officer

(If no directors selected, signature of incorporator.)

Signature of a general partner or authorized person

Signatures of all general partners

Signature of a general partner

Signature of an authorized person

<b><u>Fees:</u></b>	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	<b><u>Certified Copy (optional):</u></b>	\$30.00

**PLAN OF MERGER**  
**FOR MERGING**  
**NEBO AVIATION SERVICES, LLC**  
(a Florida limited liability company)  
**WITH AND INTO**  
**APG-ROTABLES, LLC**  
(a Florida limited liability Company)

This Plan of Merger dated the 21<sup>st</sup> day of December 2023, by and between NEBO AVIATION SERVICES, LLC, a Florida limited liability company (the "Merging Company") and APG-ROTABLES, LLC, a Florida limited liability company (the "Surviving Company") is approved in accordance with Sections 605.1022 and 605.1023, 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>
NEBO AVIATION SERVICES, LLC	Florida	Limited Liability Company

**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>
APG-ROTABLES, LLC	Florida	Limited Liability Company

**THIRD:** The terms and conditions of the Merger and manner of converting shares are as follows:

The Merging Company shall be merged with and into the Surviving Company, and the laws of the State of Florida permit such a merger.

Upon the approval and adoption of this Plan of Merger, Articles of Merger complying with the applicable provisions of the Florida Revised Limited Liability Company Act shall be duly executed by the proper authorized persons of the Merging Company and the Surviving Company and shall be filed with the Florida Department of State. The effective date and time of the Merger shall be January 1, 2024 (the "Effective Time").

The separate existence of the Merging Company shall cease as of the Effective Time of the Merger, in accordance with the provisions of Florida law.

At the Effective Time, by virtue of the Merger and without any action on the part of the members, officers, or managers of the Merging Company or the Surviving Company, the issued and outstanding membership interests of the Merging Company will be automatically cancelled contemporaneously with the Effective Time (the "Canceled Membership Interest"), and the Surviving Company will contemporaneously issue membership interests to the Members of the Merging Company in the same amount and proportion as the Canceled Membership Interest.

The Articles of Organization of the Surviving Company as now in force and effect shall remain in force and effect until changed, altered, or amended as therein provided and in the manner prescribed by the applicable provisions of Florida law.

Each of the Merging Company and the Surviving Company hereby agree that they will cause to be executed and filed and/or recorded any document or documents prescribed by the laws of the State of Florida, and that they will cause to be performed all necessary acts therein and elsewhere to effectuate the Merger.

This Agreement and Plan of Merger may be amended with the approval of the members of each of the Merging Company and the Surviving Company at any time prior to the filing of Articles of Merger with the Florida Department of State; provided that any amendment made subsequent to the adoption of this Agreement and Plan of Merger by the members of each of the Merging Company and the Surviving Company shall not (a) alter or change any term of the Articles of Organization of the Surviving Company or the Merging Company, or (b) alter or change any of the terms and conditions of this Agreement and Plan of Merger if such alteration or change would adversely affect the holders of membership interests of the Merging Company or the Surviving Company.

**FOURTH:** The name and business address of each manager of the Surviving Company

Boris O. Nekrasov  
28260 Airpark Drive Unit 114  
Punta Gorda, FL 33982

Nataliya S. Nekrasova  
28260 Airpark Drive Unit 114  
Punta Gorda, FL 33982

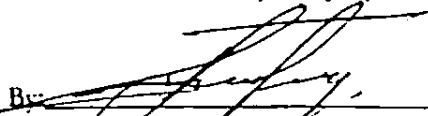
**FIFTH:** This Plan of Merger was approved by each limited liability company that is a party to the merger in accordance with the applicable provisions of Chapter 605, Florida Statutes.

**SIXTH:** The Surviving Company exists before the merger and is a domestic filing entity, its Articles of Organization shall continue in full force and effect


**SEVENTH:** The Surviving Company 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.

The Parties have caused this Plan of Merger to be duly executed on this 21<sup>st</sup> day of December, 2023.

**NEBO AVIATION SERVICES LLC,**  
a Florida limited liability company

By:   
Boris O. Nekrasov, Its Manager

**APG-ROTABLES, LLC, a Florida**  
limited liability company

By:   
Nataliya S. Nekrasova, Its Manager