

Division of Corporations

Florida Department of State
Division of Corporations
Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

((H10000214907 3)))



H100002149073ABCY

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:

Division of Corporations
Fax Number : (850) 617-6380

From:

Account Name : HARRY A. JONES
Account Number : I20070000042
Phone : (321) 984-2700
Fax Number : (321) 723-4092

Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.

Email Address: Csmith@mylandl.com

RECEIVED

10 SEP 29 AM 9:00

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

MERGER OR SHARE EXCHANGE
SLS GROUP, LLC

Certificate of Status	0
Certified Copy	0
Page Count	03
Estimated Charge	\$60.00

P00-27084

L10-91390

Electronic Filing Menu

Corporate Filing Menu

G. MCLEOD

SEP 30 2010

EXAMINER

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

10 SEP 29 PM 12:56

FILED

(((H10000214907 3)))

ARTICLES OF MERGER

The following articles of merger are being submitted in accordance with Section(s) 607.1109, 608.4382 and/or 620.203, Florida Statutes:

FIRST: The exact name, street address of its principal office, jurisdiction, and entity type for each merging party is as follows:

<u>Name and Street Address</u>	<u>Jurisdiction</u>	<u>Entity Type</u>
COCOA AUTO SALVAGE U-PULL IT, INC 3520 N Cocoa Blvd Cocoa, FL 32926	Florida	Corporation
SLS GROUP, LLC 3520 N Cocoa Blvd Cocoa, FL 32926	Florida	Limited Liability Company

SECOND: The exact name, street address of its principal office, jurisdiction and entity type surviving party is as follows:

<u>Name and Street Address</u>	<u>Jurisdiction</u>	<u>Entity Type</u>
SLS GROUP, LLC 3520 N Cocoa Blvd Cocoa, FL 32926	Florida	Limited Liability Company

THIRD: The attached Plan of Merger meets the requirements of Section(s) 607.1108, 608.438, 617.1103, and/or 620.201, Florida Statutes, and were approved by each domestic corporation, limited liability company, partnership and/or limited partnership that is a party to the merger in accordance with Chapter(s) 607.617, 608, and/or 620, Florida Statutes.

FOURTH: The attached Plan of Merger was approved by the other business entity that is party to the merger in accordance with the respective laws of all applicable jurisdictions.

FIFTH: The surviving entity has obtained the written consent of each shareholder, member or person that as a result of the merger is now a general partner of the surviving entity pursuant to section(s) 607.1108(5), 608.4381(2), and/or 620.202(2), Florida Statutes.

(((H10000214907 3)))

FILED

10 SEP 29 PM 12:56

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

(((H10000214907 3)))

SIXTH: The merger is permitted under the respective laws of all applicable jurisdictions and is not prohibited by the agreement of any partnership or limited partnership of the organization or articles of organization of any limited liability company that is a party to the merger.

SEVENTH: The merger shall become effective as of the date filed with the Department of State.

EIGHTH: The Articles of Merger comply and were executed in accordance with the laws of each party's applicable jurisdiction.

Executed effective the 29th day of September, 2010.

COCOA AUTO SALVAGE U-PULL IT, INC,
a Florida corporation

By: 

Steven D. Lathem, President

SLS GROUP, LLC
a Florida limited liability company

By: 

Manager STEVEN D. LATHEN

(((H10000214907 3)))

PLAN OF MERGER

The following plan of merger, which was adopted and approved by each party to the merger in accordance with Section(s) 607.1107, 617.1103, 608.4381, and/or 620.202, is being submitted in accordance with Section(s) 607.1108, 608.438, and/or 620.202, Florida Statutes.

FIRST: The exact name and jurisdiction of each merging party are as follows:

Name	Jurisdiction
COCOA AUTO SALVAGE U-PULL IT, INC	Florida
SLS GROUP, LLC	Florida

SECOND: The exact name and jurisdiction of the surviving party are as follows:

Name	Jurisdiction
SLS GROUP, LLC	Florida

THIRD: The terms and conditions and manner and basis of converting the interests, shares, obligations or other securities of the merged party into the interests, shares, obligations or other securities of the survivor, in whole or in part, are as follows:

Cocoa Auto Salvage U-Pull It, Inc. shall be merged into SLS Group, LLC, for the transfer to SLS Group, LLC, of all the assets and liabilities Cocoa Auto Salvage U-Pull It, Inc., in complete cancellation of all the capital stock of Cocoa Auto Salvage U-Pull It, Inc.

FOURTH: If a limited liability company is the surviving entity and it is to be managed by one or more managers, the name(s) and address(es) of the manager(s) are as follows:

Steven D. Lathem
3520 N Cocoa Blvd
Cocoa, FL 32926

Douglas W. Lathem
2580 N Cox Road
Cocoa, FL 32926