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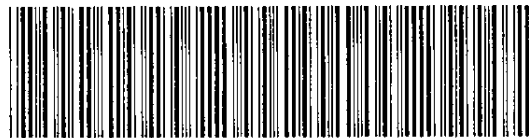
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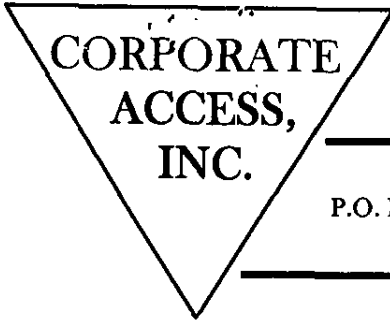
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LLC Merger

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1. Blakley Family, LLC
(CORPORATE NAME AND DOCUMENT #)

2. _____
(CORPORATE NAME AND DOCUMENT #)

3. _____
(CORPORATE NAME AND DOCUMENT #)

4. _____
(CORPORATE NAME AND DOCUMENT #)

5. _____
(CORPORATE NAME AND DOCUMENT #)

6. _____
(CORPORATE NAME AND DOCUMENT #)

SPECIAL INSTRUCTIONS:

CERTIFICATE OF MERGER
OF
BLAKLEY FAMILY, LLC

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Pursuant to the provisions of Section 48-249-702 of the Tennessee Revised Limited Liability Company Act and Section 608.4382 of the Florida Limited Liability Company Act, BLAKLEY FAMILY, LLC, a Florida limited liability company, which is the surviving entity in its merger with BLAKLEY FAMILY, LLC, a Tennessee limited liability company (the "Merger"), by and through its authorized officer, hereby submits the following Certificate of Merger and states as follows:

1. The name, jurisdiction of organization and date of organization of each limited liability company that is a party to the Merger is as follows:

<u>LLC Name</u>	<u>Jurisdiction of Organization</u>	<u>Date of Organization</u>
Blakley Family, LLC	Tennessee	August 5, 2010
Blakley Family, LLC	Florida	October <u>21</u> , 2010

2. A Plan of Merger has been approved and adopted by the sole Member of the surviving entity in accordance with the applicable laws of the State of Florida and has been approved and adopted by the sole Member of the merged entity in accordance with the applicable laws of the State of Tennessee and no statement as to the rights of dissenting members pursuant to Section 608.4351-608-43595, Florida Statutes, is required..
3. The name of the surviving Florida limited liability company is Blakley Family, LLC.
4. No amendments are to be made to the surviving entity's Articles of Organization.
5. The Merger shall be effective upon the filing of this Certificate of Merger with the Florida Secretary of State's office.
6. A copy of the Plan of Merger is attached hereto marked Exhibit "A" and made a part hereof.
7. The surviving entity agrees that it may be served with process in Tennessee in any proceeding for the enforcement of any obligation of any domestic Tennessee LLC that is a constituent party to the merger and irrevocably appoints the Tennessee secretary of state as its agent to accept service of process in any such proceeding. The address to

which a copy of such process shall be mailed to the surviving Florida limited liability company is:

Blakley Family, LLC
Alton E. Blakley, Jr.
c/o Pershing, Yoakley & Associates, P.C.
2963 Gulf to Bay Boulevard, Suite 267
Clearwater, Florida 33759

(Remainder of page left blank intentionally)
(Signature page follows)

DATED: November 5, 2010

BLAKLEY FAMILY, LLC

By: Cynthia Blakley Hickerson
Cynthia Blakley Hickerson, Manager

By: Cathy Blakley Bosson
Cathy Blakley Bosson, Manager

By: Alton E. Blakley, Jr.
Alton E. Blakley, Jr., Manager

By: Mack A. Gentry
Mack A. Gentry, Manager

MEMBER:

MYRTLE S. BLAKLEY REVOCABLE TRUST
U/T/A DATED OCTOBER 20, 2004 (AND
SUBSEQUENTLY AMENDED ON JUNE 7, 2006,
DECEMBER 7, 2006, AND JULY 12, 2010)

By: Alton E. Blakley, Jr.
Alton E. Blakley, Jr., Co-Trustee

By: Mack A. Gentry
Mack A. Gentry, Co-Trustee

PLAN OF MERGER

THIS PLAN OF MERGER is being made and entered as of the 5th day of ^{November}~~October~~, 2010, by and between BLAKLEY FAMILY, LLC, a Tennessee limited liability company (the "Tennessee LLC") and BLAKLEY FAMILY, LLC, a Florida limited liability company (the "Company").

WHEREAS the parties hereto desire to set forth a plan pursuant to which the Tennessee LLC shall be merged with and into the Company (the "Merger"), it is hereby provided as follows:

A. The names of entities which are a party to the Merger are:

BLAKLEY FAMILY, LLC (a Tennessee limited liability company)
BLAKLEY FAMILY, LLC (a Florida limited liability company)

B. The terms and conditions of the Merger shall be as follows:

1. The Tennessee LLC shall be merged with and into the Company;
2. The effective date of the Merger shall be that date on which this Plan of Merger and the Certificate of Merger is filed with the Florida Secretary of State (the "Effective Date");
3. The Company shall be the surviving entity of the Merger (the "Surviving Entity");
4. The name of the Surviving Entity after the Merger shall remain BLAKLEY FAMILY, LLC;
5. The Articles of Organization of the Surviving Entity shall be the same Articles of Organization for the Company immediately prior to the Merger, until such time as the members of the Surviving Entity shall elect to amend such Articles of Organization;
6. The Operating Agreement of the Surviving Entity shall be the same Operating Agreement for the Company immediately prior to the Merger, until such time as the members of the Surviving Entity shall elect to amend such Operating Agreement;
7. On the Effective Date, the separate existence and organization of the Tennessee LLC shall cease;
8. Title to all properties, real, personal, and mixed, tangible and intangible, which are owned by the Tennessee LLC as of the Merger shall, on the Effective Date, become vested in the Surviving Entity;

EXHIBIT "A"

9. All other assets and liabilities of the Tennessee LLC as of the Merger shall become assets and liabilities of the Surviving Entity as of the Effective Date; and
 10. On the Effective Date, the existing Membership Interests of the sole Member of the Tennessee LLC shall be cancelled due to the fact that the Membership Interest of the sole Member of the Tennessee LLC is identical to the Membership Interest of the sole Member of the Surviving Entity. The outstanding Membership Interests of the Surviving Entity shall not be converted or exchanged in any manner.
- C. There are no amendments or changes to be made in the Articles of Organization of the Surviving Entity as a result of the Merger.

(Remainder of this page intentionally left blank)

(Signature page follows)

IN WITNESS WHEREOF, the parties have executed this Plan of Merger as of the date first set forth above.

BLAKLEY FAMILY, LLC (Tennessee)

By: Cynthia Blakley Hickerson
Cynthia Blakley Hickerson, Manager

By: Cathy Blakley Bosson
Cathy Blakley Bosson, Manager

By: Alton E. Blakley, Jr.
Alton E. Blakley, Jr., Manager

By: Mack A. Gentry
Mack A. Gentry, Manager

BLAKLEY FAMILY, LLC (Florida)

By: Cynthia Blakley Hickerson
Cynthia Blakley Hickerson, Manager

By: Cathy Blakley Bosson
Cathy Blakley Bosson, Manager

By: Alton E. Blakley, Jr.
Alton E. Blakley, Jr., Manager

By: Mack A. Gentry
Mack A. Gentry, Manager