

L10000129880

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

(Business Entity Name)

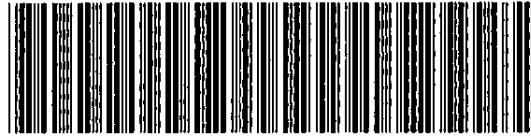
(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

4 Companies
Mega 900.00

Office Use Only



600204384816

08/01/11--01018--014 **100.00

FILED

2011 JUL 29 AM 8:35

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

J. SAULSBERRY
EXAMINER

AUG 2 2011

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: PMCG L.L.C.
(Name of Surviving Party)

The enclosed Certificate of Merger and fee(s) are submitted for filing.

Please return all correspondence concerning this matter to:

Michael Banner
(Contact Person)

SmallBiZ.com, Inc.
(Firm/Company)

PO Box 13092
(Address)

Tucson, AZ 85732
(City, State and Zip Code)

For further information concerning this matter, please call:

Michael Banner at (520) 881-3989
(Name of Contact Person) (Area Code and Daytime Telephone Number)

☐ Certified copy (optional) \$30.00

STREET ADDRESS:
Registration Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

MAILING ADDRESS:
Registration Section
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

**Certificate of Merger
For
Florida Limited Liability Company**

FILED
2011 JUL 29 AM 8:35
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The following Certificate of Merger is submitted to merge the following Florida Limited Liability Company(ies) in accordance with s. 608.4382, 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>	
PMCG L.L.C.	Florida	LLC	
PM UMBRIA CASE L.L.C.	Florida	LLC	L11000014940
EUROCOSTRUZIONI F21 L.L.C.	Florida	LLC	L11000013418
CBL COSTRUZIONI L.L.C.	Florida	LLC	L10000109344

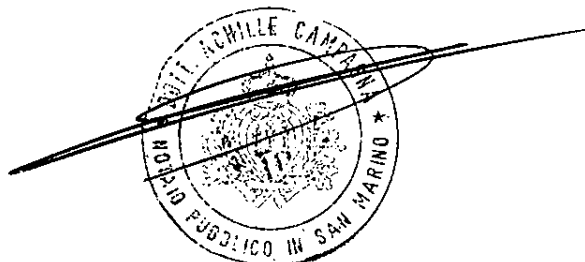
SECOND: The exact name, form/entity type, and jurisdiction of the surviving party are as follows:

<u>Name</u>	<u>Jurisdiction</u>	<u>Form/Entity Type</u>	
PMCG L.L.C.	Florida	LLC	L10000129880 12-20-2010

THIRD: The attached plan of merger was approved by each domestic corporation, limited liability company, partnership and/or limited partnership that is a party to the merger in accordance with the applicable provisions of Chapters 607, 608, 617, and/or 620, Florida Statutes.

1 of 6

P.A. Vaughan



FOURTH: The attached plan of merger was approved by each other business entity that is a party to the merger in accordance with the applicable laws of the state, country or jurisdiction under which such other business entity is formed, organized or incorporated.

FIFTH: If other than the date of filing, the 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:

SIXTH: If the surviving party is not formed, organized or incorporated under the laws of Florida, the survivor's principal office address in its home state, country or jurisdiction is as follows:

SEVENTH: If the survivor is not formed, organized or incorporated under the laws of Florida, the survivor agrees to pay to any members with appraisal rights the amount to which such members are entitled under ss.608.4351-608.43595, F.S.

EIGHTH: If the surviving party is an out-of-state entity not qualified to transact business in this state, the surviving entity:

a.) Lists the following street and mailing address of an office, which the Florida Department of State may use for the purposes of s. 48.181, F.S., are as follows:

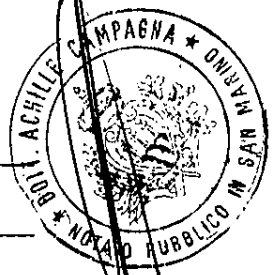
Street address:

Mailing address:

P. A. Vanykha

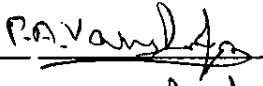
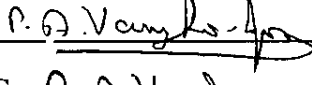
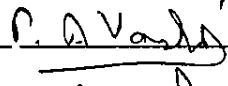
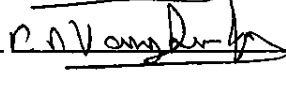
2011 JUL 29 AM 8:35
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED



b.) Appoints the Florida Secretary of State as its agent for service of process in a proceeding to enforce obligations of each limited liability company that merged into such entity, including any appraisal rights of its members under ss.608.4351-608.43595, Florida Statutes.

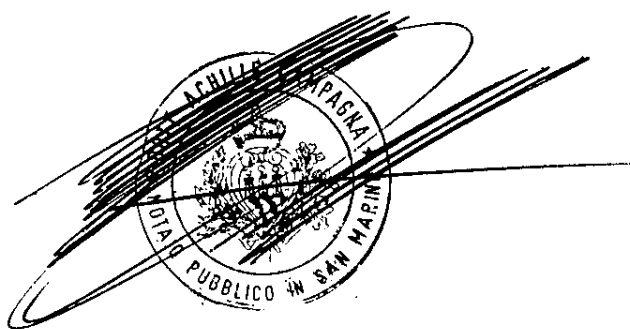
NINTH: Signature(s) for Each Party:

Name of Entity/Organization:	Signature(s):	Typed or Printed Name of Individual:
PMCG L.L.C.		Peter Antony Vaughan-Jones
PM UMBRIA CASE L.L.C.		Peter Antony Vaughan-Jones
EUROCOSTRUZIONI F21 L.L.C.		Peter Antony Vaughan-Jones
CBL COSTRUZIONI L.L.C.		Peter Antony Vaughan-Jones

Corporations:	Chairman, Vice.Chairman, President or Officer (If no directors selected, signature of incorporator.)
General partnerships:	Signature of a general partner or authorized person
Florida Limited Partnerships:	Signatures of all general partners
Non-Florida Limited Partnerships:	Signature of a general partner
Limited Liability Companies:	Signature of a member or authorized representative

<u>Fees:</u>	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

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



PLAN OF MERGER

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>
PMCG L.L.C.	Florida	LLC
PM UMBRIA CASE L.L.C.	Florida	LLC
EUROCONSTRUZIONI F2I L.L.C.	Florida	LLC
CBL COSTRUZIONI L.L.C.	Florida	LLC

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>
PMCG L.L.C.	Florida	LLC

THIRD: The terms and conditions of the merger are as follows:

The merger will take place without any special condition since the sole managing member of all merging parties and the surviving party is Mr. Peter Anthony Vaughan Jones.

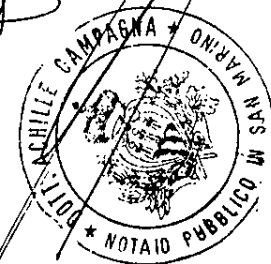


FILED
2011 JUL 29 AM 8:35
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

(Attach additional sheet if necessary)

4 of 6

P.A. Vaughan Jones



FOURTH:

A. The manner and basis of converting the interests, shares, obligations or other securities of each merged party into the interests, shares, obligations or others securities of the survivor, in whole or in part, into cash or other property is as follows:

All the assets, interests, contracts, shares, obligations and debts of all the merging parties will merge in the surviving party without any special condition since the sole managing member of all merging parties and the surviving party is Mr. Peter Anthony Vaughan Jones.

FILED
2011 JUL 29 AM 8:35
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

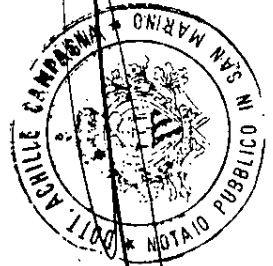
(Attach additional sheet if necessary)

B. The manner and basis of converting rights to acquire the interests, shares, obligations or other securities of each merged party into rights to acquire the interests, shares, obligations or others securities of the survivor, in whole or in part, into cash or other property is as follows:

There is no need to include this clause since the sole managing member of all merging parties and the surviving party is Mr. Peter Anthony Vaughan Jones.

(Attach additional sheet if necessary)

P. A. Vaughan Jones



FIFTH: Any statements that are required by the laws under which each other business entity is formed, organized, or incorporated are as follows:

NONE

(Attach additional sheet if necessary)

SIXTH: Other provisions, if any, relating to the merger are as follows:

NONE

(Attach additional sheet if necessary)

FILED
2011 JUL 29 AM 8:35
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

P. D. Vaughn

