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K. RAY PINKSTAFF, P.C.

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KNOXVILLE, TENNESSEE 37930-1408
FACSIMILE (865) 690-7806

K. RAY PINKSTAFF

WRITER'S DIRECT DIAL
(865) 690-7430

October 28, 2021

Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

RE: Starboard Florida XII, LLC, and Starboard Florida VIII, LLC AND(INTO) Starboard Florida IV, LLC

Dear Sir:

Enclosed, please find the Articles of Merger and Plan of Merger for the above-referenced Limited Liability Companies.

Please accept this for filing and return the approved documents to me at your earliest convenience in the enclosed envelope. Also enclosed is a check in the amount of \$75 for the filing fee.

If you have any questions, feel free to contact me. Thank you for your assistance in this matter.

Sincerely yours,



K. Ray Pinkstaff

KRP/stw
Enclosures

COVER LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: Starboard Florida IV, 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:

Stephanie White

Contact Person

K. Ray Pinkstaff, P.C.

Firm/Company

P.O. Box 31408

Address

Knoxville, TN 37930

City, State and Zip Code

kevin@vicemarine.com

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

For further information concerning this matter, please call:

Stephanie White at (865) 690-7430

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

Articles of Merger
For
Florida Limited Liability Company

FILED

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The following Articles of Merger is submitted to merge the following Florida Limited Liability Company(ies) in accordance with s. 605.1025, 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> |
|------------------------------------|---------------------|-------------------------|
| <u>Starboard Florida XII, LLC</u> | <u>Miami-Dade</u> | <u>LLC - K13-25777</u> |
| <u>Starboard Florida VIII, LLC</u> | <u>Miami-Dade</u> | <u>LLC - K11-113906</u> |
| <u>Starboard Florida IV, LLC</u> | <u>Miami-Dade</u> | <u>LLC - K11-34386</u> |
| <u> </u> | <u> </u> | <u> </u> |

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> |
|----------------------------------|---------------------|-------------------------|
| <u>Starboard Florida IV, LLC</u> | <u>Miami-Dade</u> | <u>LLC</u> |

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: 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 limited 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:

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:

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:

Signature(s):

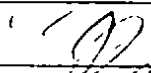
Typed or Printed
Name of Individual:

Starboard Florida XII, LLC



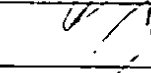
John M. Jansheski

Starboard Florida VIII, LLC



John M. Jansheski

Starboard Florida IV, LLC



John M. Jansheski

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 an authorized person

| | | | | |
|--------------|-------------------------------------|---------|-----------------------------------|---------|
| Fees: | 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 | Certified Copy (optional): | \$30.00 |

**PLAN OF MERGER
OF
STARBOARD FLORIDA XII, LLC, AND STARBOARD FLORIDA VIII,
LLC
AND (INTO)
STARBOARD FLORIDA IV, LLC**

Pursuant to the provisions of Section 605.1022 of the Florida Revised Limited Liability Company Act, the undersigned Limited Liability Companies set forth this Plan of Merger and state as follows:

1. The names of the Limited Liability Companies planning to merge are:
Starboard Florida XII, LLC
Starboard Florida VIII, LLC
Starboard Florida IV, LLC
2. The name of the surviving Limited Liability Company shall be **Starboard Florida IV, LLC**.
3. **Starboard Florida XII, LLC**, and **Starboard Florida VIII, LLC**, shall be merged into the said **Starboard Florida IV, LLC**, which shall be the surviving Limited Liability Company.
4. The terms and conditions of the merger are:
 - a. The members of **Starboard Florida XII, LLC**, shall receive a One Percent (1%) Membership Interest of **Starboard Florida IV, LLC**
 - b. The members of **Starboard Florida VIII, LLC**, shall receive a One Percent (1%) Membership Interest of **Starboard Florida IV, LLC**
5. Upon the merger of the undersigned Limited Liability Companies, all membership interest of **Starboard Florida XII, LLC**, and **Starboard Florida VIII, LLC**, shall thereupon be canceled and extinguished in all respects.
6. Upon the merger, **Starboard Florida IV, LLC**, the surviving Limited Liability Company, shall assume the contracts, obligations, and liabilities of every nature of the merging Limited Liability Companies and shall thereupon and thereafter possess all rights, privileges, immunities, assets, property, debts, liabilities and choses in action of the merging Limited Liability Companies without the necessity of any other formal documentation, except as may be required by law.
7. As to **Starboard Florida XII, LLC**, the Plan of Merger was duly approved by its members on August 1, 2021.
8. As to **Starboard Florida VIII, LLC**, the Plan of Merger was duly approved by its members on August 1, 2021.
9. As to **Starboard Florida IV, LLC**, the Plan of Merger was duly approved by its members on August 1, 2021.

DATED effective this 1st day of August, 2021.

STARBOARD FLORIDA XII, LLC

By: _____
Its President

STARBOARD FLORIDA VIII, LLC

By: _____
Its President

STARBOARD FLORIDA IV, LLC

By: _____
Its President