

L110000040137

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

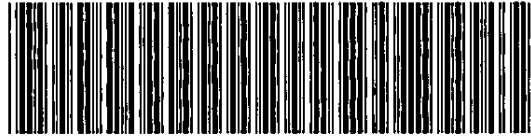
(Business Entity Name)

(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

Special Instructions to Filing Officer:

Office Use Only



100258811771

03/17/14--01006--025 \*\*25.00

04/14/14--01008--021 \*\*25.00

*merger*  
APR 24 2014  
R. WHITE

FILED  
14 APR 14 PM 12:11  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE  
Division of Corporations

March 25, 2014

RYAN J PRAHM  
568 HWY 1 WEST  
IOWA CITY, IA 52246

SUBJECT: SJG HOLDINGS, LLC  
Ref. Number: L11000040137

We have received your document for SJG HOLDINGS, LLC and your check(s) totaling \$25.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

As a condition of a merger, pursuant to s.605.0212(8), Florida Statutes, each party to the merger must be active and current in filing its annual reports with the Department of State through December 31 of the calendar year in which the articles of merger are submitted for filing.

The fee to file articles of merger is \$25.00 per entity. Therefore, an additional fee in the amount of \$25.00 is due. Also, are you intending to file articles of dissolution for SJG Holdings LLC? IF so, please submit a filing fee of \$25.00 for this filing as well.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6050.

Rebekah White  
Regulatory Specialist II

Letter Number: 314A00006372

## Anderson & Prahm, P.L.C.

### Iowa City Office

568 Hwy 1 West • Iowa City, Iowa 52246  
Phone: 319.351.8600 • Fax: 319.338.7627  
www.aplawplc.com  
steve@aplawplc.com

### North Liberty Office

1295 Jordan Street, Suite 2 • P.O. Box 886  
North Liberty, Iowa 52317  
Phone: 319.665.6200 • Fax: 888.628.3151  
ryan@aplawplc.com

April 8, 2014

Florida Department of State  
Division of Corporations  
Attn: Rebecca White  
P.O. Box 6327  
Tallahassee, Florida 32314

Re: SJG Holdings, LLC  
Ref Number: L11000040137

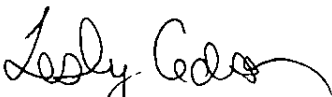
Dear Rebecca White,

Please find enclosed the Articles of Merger pursuant to section 605.1025. Earlier our office had filed a Certificate of Merger for Florida Limited Liability Company however we received it back unfiled. The letter attached to it said that it was required to first file an annual report and another \$25 would be necessary.

The annual report was completed online and the additional \$25.00 is also attached with this letter. The other change is the form that we are including. This change is due to the fact that when I called your office with questions Darlene informed me that we also had the wrong form filled out and needed to print a new one from the website. I asked her if there was a way to file this one with out requiring Susan & T L Green to have to come in all over again to sign very similar documents. She informed me it would be ok to make a copy of the signatures we had received from the previous document and attach on the correct line because your office still had the original signatures from the first form that had been filled out. Hopefully we now have the correct form and everything lined up to have the Merger filed with your office.

Please feel free to call if you have any questions or need further information.

Sincerely,



Lesley Edah

**COVER LETTER**

**TO:** Amendment Section  
Division of Corporations

**SUBJECT:** SJG Holdings, 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:

Ryan Prahm

Contact Person

Anderson & Prahm, P.L.C.

Firm/Company

568 Hwy 1 West

Address

Iowa City, IA 52246

City, State and Zip Code

Rprahm@aplawplc.com

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

For further information concerning this matter, please call:

Ryan Prahm at ( 319 ) 351-8000

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  
14 APR 14 PM 12:11  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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>
SJG Holdings, LLC	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>
SJG Holdings, LLC	Iowa	LLC

**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:

Anderson & Prahm, P.L.C.

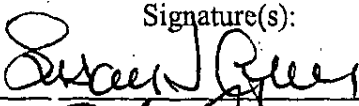

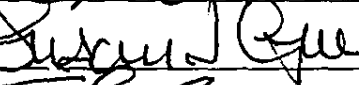

568 Highway 1 West

Iowa City, IA 52246

**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:

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

Name of Entity/Organization:	Signature(s):	Typed or Printed Name of Individual:	or Printed of Individual:
SJG Holdings, LLC (FL)		Susan Green	_____
SJG Holdings, LLC (FL)		T.L. Green	_____
SJG Holdings, LLC (IA)		Susan Green	_____
SJG Holdings, LLC (IA)		T.L. Green	_____

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

<b>Fees:</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