Florida Department of State

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MERGER OR SHARE EXCHANGE Big Orange Realty - Hollywood, LLC

Big Orange Realty - II	Olly wood, 220
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December 22, 2017

FLORIDA DEPARTMENT OF STATE

BIG ORANGE REALTY-HOLLYWOOD, L.L.C. 4620 NORTH STATE ROAD 7, BUILDING H LAUDERDALE LAKES, FL 33319

SUBJECT: BIG ORANGE REALTY-HOLLYWOOD, L.L.C.

REF: L11000066597

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The current name of the entity is as referenced above. Please correct your document accordingly.

The name of the entity must be identical throughout the document.

Periods in the suffix, our records show (L.L.C.)

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Irene Albritton Regulatory Specialist II

FAX Aud. #: E17000335198 Letter Number: 617A00025885

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Articles of Merger for Satapile Realty, LLC. into Big Orange Realty - Hollywood, L.L.C.

The following Articles of Merger are submitted to merge Satapile Realty, L.L.C., a Florida limited liability company ("Merging Entity") into Big Orange Realty - Hollywood, L.L.C., a Florida limited liability company ("Surviving Entity") in accordance with Florida Statutes Section 605.1025:

Article 1

The exact name, form/entity type, and jurisdiction for the merging entity is as follows:

<u>Name</u>

Jurisdiction

Form/Entity Type

Satapile Realty, L.L.C.

Florida

limited liability company

Article II

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

<u>Name</u>

Jurisdiction

Form/Entity Type

Big Orange Realty - Hollywood, L.L.C. Florida

limited liability company

Article III

On December 19, 2017, the attached plan of merger was approved by the Merging Entity and the Surviving Entity in accordance with the applicable provisions of Florida Statutes Chapter 605.

Article IV

The effective date of the merger shall be the date this document is filed by the Florida Department of State.

The undersigned Merging Entity and Surviving Entity affirm that the above set forth facts are true and correct on this day of December 19, 2017.

Merging Entity:

Satapile Realty, L.L.C., a Florida limited liability company

Peter J. Shulman, M.D., President

Surviving Entity:

Big Orange Realty - Hollywood, LLC., a Florida limited liability company

Peter J. Shulman, M.D., President

Plan of Merger

The following is the Plan of Merger to merge Satapile Realty, L.L.C., a Florida limited liability company ("Merging Entity") into Big Orange Realty – Hollywood, L.L.C., a Florida limited liability company ("Surviving Entity") in accordance with Florida Statutes Sections 605.1021-605.1026:

(a) <u>Merging Entity</u>. The merging entity's name, Jurisdiction of formation, and type of entity is as follows:

Name <u>Jurisdiction</u> <u>Form/Entity Type</u>

Satapile Realty, L.L.C. Florida limited liability company

(b) <u>Surviving Entity</u>. The surviving entity's name, jurisdiction of formation, and type of entity is as follows:

Name <u>Jurisdiction</u> <u>Form/Entity Type</u>

Big Orange Realty – Hollywood, L.L.C. Florida Ilmited liability company

- (c) <u>Exchange of Interests</u>. At the Effective Time (as defined below in this Plan of Merger), by virtue of the Merger and without any further action, each unit of ownership in Satapile Realty, L.L.C. issued and outstanding immediately prior to the Effective Time shall be exchanged for an equal number of units of ownership of Big Orange Realty Hollywood, L.L.C.
- (d) <u>Articles of Organization and Operating Agreement</u>. The Articles of Organization and Operating Agreement of Big Orange Realty Hollywood, L.L.C. in effect immediately prior to the Effective Time shall be the Articles of Organization and Operating Agreement of Surviving Entity immediately after the Effective Time until thereafter amended as provided therein or by applicable law.
- [e) <u>Transfer, Conveyance and Assumption</u>. At the Effective Time, Big Orange Realty Hollywood, L.L.C., a Florida limited liability company, shall continue in existence as the Surviving Entity, and without further transfer, succeed to and possess all of the rights, privileges and powers of Merging Entity and all of the assets and property of whatever kind and character of Merging Entity shall vest in the Surviving Entity without further act or deed; thereafter, Big Orange Realty Hollywood, L.L.C., a Florida limited liability company, as the Surviving Entity, shall be liable for all of the liabilities and obligations of Merging Entity, and any claim or judgment against Merger Entity may be enforced against Big Orange Realty Hollywood, L.L.C., as the Surviving Entity, in accordance with Florida Statutes Sections 605.1021-605.1026.
- (d) The "Effective Time" of the merger shall be the time and date the Articles of Merger, to which this Plan of Merger is attached, is filed by the Florida Department of State.