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# **ARTICLES OF MERGER**

The following Articles of Merger are submitted to merge the following Florida Limited Liability Companies in accordance with Section 605.1025, Florida Statutes.

**FIRST:** The exact name, jurisdiction, and form/entity type and assigned Document Number for each merging party are as follows:

Name	Jurisdiction	Form/Entity
Online Lien Systems, LLC	Florida	Limited liability company L11000127958
Clear Choice Lien Search, LLC	Florida	Limited liability company L14000178334

<u>SECOND</u>: The exact name, jurisdiction, and form/entity type and assigned Document Number of the <u>surviving</u> party are as follows:

Name	Jurisdiction	<u>Form/Entity</u>	
Property Lien Research, LLC	Florida	Limited liability company	

**THIRD:** The attached Plan of Merger was approved by each limited liability company that is a party to the merger in accordance with the applicable provisions of Chapter 605, Florida Statutes.

**FOURTH:** The merger shall become effective on the 1<sup>st</sup> day of November 2021.

**<u>FIFTH:</u>** The Plan of Merger was unanimously adopted by the managers and members of each limited liability company that is a party to the merger on the  $22^{nd}$  day of October 2021.

<u>SIXTH</u>: The Plan of Merger was adopted by the members of each limited liability company in accordance with the applicable provisions of Chapter 605, Florida Statutes, and by each member of the limited liability company who as a result of the merger will have interest holder liability under Section 605.1023(1)(b), Florida Statutes, on the  $22^{nd}$  day of October 2021.

**SEVENTH:** The surviving limited liability company exists before the merger and is a domestic filing entity, the amendment, if any to its public organic record, is attached.

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**EIGHTH:** The surviving limited liability company agrees to pay any members of the merging limited liability company with appraisal rights the amount to which members are entitled under Sections 605.1006 and 605.1061-605.1072, Florida Statutes.

NINTH: Signatures for Each Party:

Merging Parties:

Online Lien Systems, LLC

B Howard Baum,

Manager

Clear Choice Lien Search, LLC

∕By:

Howard Baum, Manager

Surviving Party:

Property Lien Research, LLC

B

Howard Baum, Manager

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# PLAN OF MERGER

The following plan of merger, which was adopted and approved by each party to the merger in accordance with section 605.1022, is being submitted in accordance with section 605.1022, Florida Statutes.

FIRST: The exact name, form/entity type, and jurisdiction of the merging parties are as follows:

Online Lien Systems, LLC, a Florida limited liability company

Clear Choice Lien Search, LLC, a Florida limited liability company

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

Property Lien Research, LLC, a Florida limited liability company

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

1. <u>Merger</u>. In accordance with the provisions of the Florida Revised Limited Liability Company Act, Online Lien Systems, LLC ("OLS") and Clear Choice Lien Search, LLC ("CCLS") shall merge (the "Merger") with and into Property Lien Research, LLC ("PLR"), the separate existence of OLS and CCLS shall cease, and PLR shall survive the Merger and continue to exist as the surviving entity (the "Surviving Entity"). The Merger has been consented to by all the members of the Surviving Entity and all the members of OLS and CCLS as the merging parties.

2. <u>Effective Date</u>. The Merger shall become effective on the 1<sup>st</sup> day of November 2021 (the "Effective Date").

3. <u>Effect of Merger</u>. The Merger shall have the effect set forth in the Florida Revised Limited Liability Company Act.

4. <u>Surviving Members</u>. The members of the Surviving Entity as of the Effective Date shall remain the members of the Surviving Entity following the Effective Date.

5. <u>Surviving Officers</u>. The officers of the Surviving Entity, in office immediately prior to the Effective Date shall continue to be the officers of the Surviving Entity after the Merger and shall hold office in accordance with the Operating Agreement of the Surviving Entity.

#### FOURTH:

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

Immediately prior to the Effective Date, one hundred percent (100%) of the outstanding membership interests of the merging parties are owned by the same persons that own one hundred percent (100%) of the outstanding membership

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interests of the Surviving Entity. Upon the Effective Date, each membership interest in the merging parties then outstanding shall be cancelled. Each membership interest of the Surviving Entity that is outstanding immediately prior to the Effective Date shall continue to represent a membership interest following the Merger.

B. The manner and basis of converting the <u>rights to acquire</u> the interests, obligations or other securities of the merging parties into the <u>rights to acquire</u> the shares, obligations or other securities of the survivor, in whole or in part, into cash or other property is as follows:

There are no authorized or outstanding <u>rights to acquire</u> interests, obligations or other securities of the merging party. Therefore, there is no manner or basis of converting <u>rights to acquire</u> interests, obligations or other securities of the merging party into <u>rights to acquire</u> shares, obligations or other securities of the survivor, in whole or in part, into cash or other property.