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13 JUN -3 PM 2: 36

SECRETARY OF STATE DIVISION OF CORPORATIONS

COVER LETTER

TO: Amendment Section Division of Corporations

SUBJECT: Lead Feather Guns and Archery, 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:

Craig B. Hill, Esquire

Contact Person

Law Office of Craig B. Hill, P.L.

Firm/Company

625 East Lime Street, Suite 5

Address

Lakeland, Florida 33801

City, State and Zip Code

cbhill@chill-law.com

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

For further information concerning this matter, please call:

Craig B. Hill, Esquire

_at (<u>8</u>63

937-9381

Name of Contact Person

Area Code and 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

13 JUN -3 RM 2:36

CERTIFICATE OF MERGER OF ARVEDA 13, LLC INTO LEAD FEATHER GUNS AND ARCHERY, LLC

The following Certificate of Merger is submitted to merge ARVEDA 13, LLC, a Florida limited liability company (Document Number: L11000124291) and LEAD FEATHER GUNS AND ARCHERY, LLC, a Florida limited liability company (Document Number: L11000085191) in accordance with Section 608.4382, Florida Statutes.

FIRST: The Merging Entity is ARVEDA 13, LLC, a Florida limited liability company.

SECOND: The Surviving Entity is LEAD FEATHER GUNS AND ARCHERY, LLC, a Florida limited liability company.

<u>THIRD</u>: 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 608, Florida Statutes.

FOURTH: The effective date of the merger shall be the date on which this Certificate of Merger is filed by the Florida Department of State.

FIFTH: The signatures of each party:

ARVEDA 13, LLC, a Florida limited liability company

By: William C. Reynolds, its Manager

Date: May 31, 2013

LEAD FEATHER GUNS AND

ARCHERY, LLC,

a Florida limited liability company

William C. Reynolds, its Adnager

Date: May 31, 2013

Fees: For each limited liability company: \$25.00 (\$50.00 for both limited liability companies)

Certified Copy (optional): \$30.00

<u>Total Due</u>: \$80.00

PLAN OF MERGER

THIS PLAN OF MERGER ("Plan") between ARVEDA 13, LLC, a Florida limited liability company (the "Merging Entity") and LEAD FEATHER GUNS AND ARCHERY, LLC, a Florida limited liability company (the "Surviving Entity") is adopted this 3151 day of May, 2013, pursuant to Section 608.438, Florida Statutes.

ARTICLE 1. PLAN OF MERGER

- 1.01. Plan Adopted. This Plan is adopted as follows:
- (a) The Merging Entity shall be merged with and into the Surviving Entity to exist and be governed by the laws of the State of Florida.
- (b) The name of the Surviving Entity is LEAD FEATHER GUNS AND ARCHERY, LLC, a Florida limited liability company.
- (c) Upon the Effective Date (hereinafter defined), the separate company existence of the Merging Entity shall cease, and the Surviving Entity shall succeed, without other transfer, to all the rights and property of the Merging Entity and shall be subject to all the debts and liabilities, if any, of the Merging Entity in the same manner as if Surviving Entity had itself incurred them.
- (d) The Surviving Entity will carry on business with the assets of the Merging Entity, as well as with the assets of the Surviving Entity.
- (e) The membership interests in the Merging Entity will be cancelled as hereinafter set forth.
- (f) The current members of the Surviving Entity shall remain members of the Surviving Entity in accordance with and subject to the Surviving Entity's organizational documents, including the Articles of Organization and Operating Agreement of the Surviving Entity.
- (g) The Articles of Organization of the Surviving Entity, as existing on the Effective Date, shall continue in full force as the Articles of Organization of the Surviving Entity until altered, amended, or repealed as provided in such Articles of Organization or as provided by law.
- 1.02. Effective Date. The effective date of the merger shall be the date when the Certificate of Merger is filed by the Florida Department of State (the "Effective Date").

ARTICLE 2. PLAN ADOPTION

This Plan was approved and adopted by each limited liability company that is a party to the merger in accordance with the applicable provisions of Chapter 608, Florida Statutes.

ARTICLE 3. MANNER OF CONVERTING MEMBERSHIP INTERESTS

As of the Effective Date, the membership interests in the Merging Entity will be cancelled and no membership interests will be issued in lieu thereof. None of the membership interests in the Surviving Entity shall be changed or converted as a result of the merger.

ARTICLE 4. MISCELLANEOUS

- 4.01. Further Assurances. The Merging Entity agrees that from time to time, as and when requested by the Surviving Entity or by its successors or assigns, it will execute and deliver or cause to be executed and delivered all documents and instruments required to consummate the merger. The Merging Entity further agrees to take or cause to be taken any further or other actions as the Surviving Entity may deem necessary or desirable to vest in, perfect in, or to conform of record or otherwise to the Surviving Entity title to and possession of all the property, rights, privileges and powers referred to in Article 1 of this Plan, and otherwise carry out the intent and purposes of this Plan.
- 4.02. Entire Agreement. This Plan contains the entire agreement between the parties with respect to the subject matter hereof.
- 4.03. Controlling Law. The validity and interpretation of this Plan shall be governed by and construed in accordance with the laws of the State of Florida.

[SIGNATURE PAGE FOLLOWS]

[SIGNATURE PAGE TO PLAN OF MERGER]

IN WITNESS WHEREOF, this Plan was executed as of the date first written above.

SURVIVING ENTITY:

LEAD FEATHER GUNS AND ARCHERY, LLC, a Florida limited liability company

William C Reynolds its Manager

MERGING ENTITY:

ARVEDA 13, LLC, a Florida limited liability company

William C. Reynolds, its Manager