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TALLAHASSEE, FLORIDA

D. BRUCE
SEP 08 2011
EXAMINER

CAVITCH

FAMILO & DURKIN
Legal Professional Association

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Legal Assistant
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August 29, 2011

Florida Department of State
Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

Re: Top Times Yacht Charters, Inc. Into Top Times Yacht Charters, LLC

Dear Sir or Madam:

Enclosed for filing are the Articles of Merger for the above-referenced entities. Also enclosed is a check in the amount of \$78.75 in payment of the applicable filing fees. Please file the enclosed documents and return your certificate of filing to the undersigned, along with a certified copy of the Articles of Merger.

If you have any questions regarding this matter, please do not hesitate to contact me. Thank you for your cooperation.

Very truly yours,



Christina A Minns, Legal Assistant

/cam
Enclosures

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TALLAHASSEE, FLORIDA

**Articles of Merger
For
Florida Profit or Non-Profit Corporation**

The following Articles of Merger are submitted to merge the following Florida Profit and/or Non-Profit Corporation(s) in accordance with s. 607.1109 or 617.0302, 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>
Top Times Yacht Charters, Inc.	Florida	corporation

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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>
Top Times Yacht Charters, LLC	Florida	limited liability company

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THIRD: The attached plan of merger was approved by each domestic corporation, limited liability company, partnership and/or limited partnership that is a party to the merger in accordance with the applicable provisions of Chapters 607, 608, 617, and/or 620, Florida Statutes.

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FOURTH: The attached plan of merger was approved by each other business entity that is a party to the merger in accordance with the applicable laws of the state, country or jurisdiction under which such other business entity is formed, organized or incorporated.

FIFTH: If other than the date of filing, the 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:

SIXTH: If the surviving party is not formed, organized or incorporated under the laws of Florida, the survivor's principal office address in its home state, country or jurisdiction is as follows:

N/A

SEVENTH: If the surviving party is an out-of-state entity, the surviving entity:

a.) Appoints the Florida Secretary of State as its agent for service of process in a proceeding to enforce any obligation or the rights of dissenting shareholders of each domestic corporation that is party to the merger.

b.) Agrees to promptly pay the dissenting shareholders of each domestic corporation that is a party to the merger the amount, if any, to which they are entitled under s. 607.1302, F.S.

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EIGHTH: Signature(s) for Each Party:

Name of Entity/Organization:

Signature(s):

Typed or Printed
Name of Individual:

Top Times Yacht Charters, Inc.

Keith A. Brown President

Top Times Yacht Charters, LLO

Keith A. Brown. Managing Member

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 a member or authorized representative

Fees:

\$35.00 Per Party

Certified Copy (optional):

\$8.75

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TALLAHASSEE, FLORIDA

PLAN OF MERGER

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>
Top Times Yacht Charters, Inc.	Florida	corporation

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>
Top Times Yacht Charters, LLC	Florida	limited liability company

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

Top Times Yacht Charters, Inc. shall be merged into Top Times Yacht Charters, LLC, and Top Times Yacht Charters, Inc. shall be merged out of existence.

(Attach additional sheet if necessary)

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SECRETARY OF STATE

FOURTH:

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

The outstanding shares of stock of Top Times Yacht Charters, Inc. shall be
cancelled and the members of Top Times Yacht Charters, LLC, the surviving
party, shall continue to be the members of the surviving party with the same
percentage ownership interests as in effect prior to the merger.

(Attach additional sheet if necessary)

B. The manner and basis of converting the rights to acquire the interests, shares, obligations or other securities of each merged party into the rights to acquire the interests, shares, obligations or others securities of the survivor, in whole or in part, into cash or other property is as follows:

N/A

(Attach additional sheet if necessary)

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FIFTH: If a partnership is the survivor, the name and business address of each general partner is as follows:

N/A

(Attach additional sheet if necessary)

SIXTH: If a limited liability company is the survivor, the name and business address of each manager or managing member is as follows:

Keith A. Brown, 2419 Laguna Drive, Fort Lauderdale, FL 33316

(Attach additional sheet if necessary)

SEVENTH: Any statements that are required by the laws under which each other business entity is formed, organized, or incorporated are as follows:

N/A

(Attach additional sheet if necessary)

EIGHTH: Other provision, if any, relating to the merger are as follows:

(Attach additional sheet if necessary)

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11 SEP - 7 AM 11:03
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