

12/30/2014 11:35:55 From: To: 8506276380

L110000112285

( 1/4 )

Division of Corporations

Page 1 of 1

Florida Department of State  
Division of Corporations  
Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

((H14000299948 3)))



H140002999483ABCD

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:

Division of Corporations  
Fax Number : (850) 617-6380

From:

Account Name : C T CORPORATION SYSTEM  
Account Number : FCA000000023  
Phone : (850) 222-1092  
Fax Number : (850) 878-5368

\*\*Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.\*\*

Email Address: \_\_\_\_\_

FILED  
14 DEC 30 PM 9:59  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

MERGER OR SHARE EXCHANGE  
NATIONAL INSPECTION AND CONSULTANTS, LLC

Certificate of Status	0
Certified Copy	1
Page Count	04
Estimated Charge	\$58.75

\$ 80.00

RECEIVED

14 DEC 30 PM 12:26

12/30/2014 12:26 PM  
NATIONAL INSPECTION AND CONSULTANTS, LLC  
FCA000000023

Electronic Filing Menu

Corporate Filing Menu

Help

CRM  
12-31-14

**COVER LETTER**

**TO:** Amendment Section  
Division of Corporations

**SUBJECT:** NATIONAL INSPECTION AND CONSULTANTS, 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:

Frank C. Koranda

Contact Person

Dentons US LLP

Firm/Company

4520 Main St., Suite 1100

Address

Kansas City, Missouri 64111

City, State and Zip Code

frank.koranda@dentons.com

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

For further information concerning this matter, please call:

Frank Koranda

at ( 816 ) 460-2475

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

**FILED**  
14 DEC 30 PM 9:59  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**Articles of Merger  
For  
Florida Limited Liability Company**

**FILED**  
14 DEC 30 PM 9:59  
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>
NIC MERGERSUB, LLC	Florida	LLC - L14000191752

**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>
National Inspection and Consultants, LLC	Florida	LLC - L11000112285

**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:
- \_\_\_\_\_
- \_\_\_\_\_
- \_\_\_\_\_

**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:

NIC MERGERSUB, LLC

Signature(s):

Typed or Printed  
Name of Individual:

Todd M. Hamilton

National Inspection and Consultants, LLC

Todd M. Hamilton

**Corporations:**

Chairman, Vice Chairman, President or Officer

**General partnerships:**

(If no directors selected, signature of incorporator.)

**Florida Limited Partnerships:**

Signature of a general partner or authorized person

**Non-Florida Limited Partnerships:**

Signatures of all general partners

**Limited Liability Companies:**

Signature of a general partner

Signature of an authorized person

<b><u>Fees:</u></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