

L11000145261

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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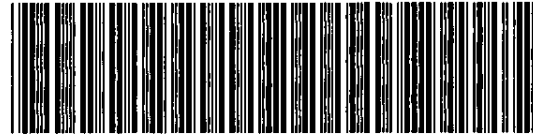
(Business Entity Name)

(Document Number)

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12/30/11--01010--018 **80.00

EFFECTIVE DATE
12/31/11

FILED
11 DEC 30 AM 10:23
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

N. Culligan JAN - 5 2012

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: MWB Family I, 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:

Mark W. Bitz

Contact Person

MWB Family I, LLC

Firm/Company

5949 Amberwood Drive

Address

Naples, FL 34110

City, State and Zip Code

mark@naturewise.org

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

For further information concerning this matter, please call:

Mark W. Bitz

Name of Contact Person

at (239)

431-5372

Area Code and Daytime Telephone Number



Certified copy (optional) \$30.00

STREET ADDRESS:

Registration Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

MAILING ADDRESS:

Registration Section
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

FILED

Certificate of Merger
For
Florida Limited Liability Company

11 DEC 30 AM 10:23

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

MARK W. BITZ FAMILY I, LLC
INTO
MWB FAMILY I, LLC

The following Certificate of Merger is submitted to merge the following Florida Limited Liability Company(ies) in accordance with section 608.4382, 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>
Mark W. Bitz Family I, LLC	New York	Limited Liability Company

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

<u>Name</u>	<u>Jurisdiction</u>	<u>Form/Entity Type</u>
MWB Family I, LLC 41-145261	Florida	Limited Liability Company

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.

FOURTH: The attached plan of merger was approved by each 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:

December 31, 2011

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 survivor is not formed, organized or incorporated under the laws of Florida, the survivor agrees to pay to any members with appraisal rights the amount, to which such members are entitled under sections 608.4351-608.43595, Florida Statutes.

EIGHTH: If the surviving party is an out-of-state entity not qualified to transact business in this state, the surviving entity:

- a) List the following street and mailing address of an office, which the Florida Department of State may use for the purposes of section 48.181, Florida Statutes, are as follows:

Street address: N/A

Mailing address: N/A

- b) Appoints the Florida Secretary of State as its agent for service of process in a proceeding to enforce obligations of each limited liability company that merged into such entity, including any appraised rights of its members under sections 608.4351-608.43595, Florida Statutes.

NINTH: Signature(s) for Each Party:

Name of Entity/Organization:

Mark W. Bitz Family I, LLC

MWB Family I, LLC

Signature(s):

Mark W. Bitz

Mark W. Bitz

Name of Individual

Mark W. Bitz, Member

Mark W. Bitz, Member

PLAN OF MERGER

MARK W. BITZ FAMILY I, LLC INTO MWB FAMILY I, LLC

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>
Mark W. Bitz Family I, LLC ("NY, LLC")	New York	Limited Liability Company

SECOND: The exact name, form/entity type, and jurisdiction for each **surviving** party are as follows:

<u>Name</u>	<u>Jurisdiction</u>	<u>Form/Entity Type</u>
MWB Family I, LLC ("FL, LLC")	Florida	Limited Liability Company

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

- a) NY, LLC shall provide FL, LLC with a list of, and all title documents to, all of its property, real and personal, tangible and intangible, and every other asset, including any trust funds and rights which it enjoys as a beneficiary of a trust or similar arrangement, and all of its records, all of which property, assets, rights and records shall transfer, by operation of law, and inure to the benefit of FL, LLC.
- b) FL, LLC shall undertake all of the liabilities and obligations of NY, LLC.
- c) The effective date of the merger is December 31, 2011.

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 other securities of the survivor, in whole or in part, into cash or other property is as follows:

The Membership Interests held by the NY, LLC Members shall be converted into Membership Interests of FL, LLC based pro rata on the Members' Membership Interests in NY, LLC.

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

N/A

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

N/A

SIXTH: Other provisions, if any, relating to the merger are as follows:

N/A

FILED
11 DEC 30 AM 10:23
SECRETARY OF STATE
TALLAHASSEE, FLORIDA