

L12 000080438

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AUG 29 2012
EXAMINER

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TALLAHASSEE, FLORIDA

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FLORIDA DEPARTMENT OF STATE
Division of Corporations

August 24, 2012

LUIS ALVAREZ
DIONISI CONSULTING GROUP LLC
135 WESTON RD #188
WESTON, FL 33326

SUBJECT: DIONISI CONSULTING GROUP LLC
Ref. Number: L12000080438

We have received your document for DIONISI CONSULTING GROUP LLC and your check(s) totaling \$50.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The effective date must be specific and cannot be prior to the date of filing.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6051.

Tammi Cline
Regulatory Specialist II

Letter Number: 612A00021792

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TALLAHASSEE, FLORIDA

COVER LETTER

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

SUBJECT: DIONISI CONSULTING GROUP LLC

The enclosed Certificate of Merger and fee(s) are submitted for filing.

Please return all correspondence concerning this matter to:

Dr. Luis Alvarez
Dionisi Consulting Group LLC
135 Weston Rd. #188 Weston, FL 33326
dr.alvarez@dionisigroup.com

For further information concerning this matter, please call:
Dr. Luis Alvarez at (305)336-8009

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TALLAHASSEE, FLORIDA

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

The following Certificate of Merger is submitted to merge the following Florida Limited Liability Company in accordance with s. 608.4382, Florida Statutes.

FIRST: The exact name, form/ entity type, and jurisdiction for each merging party as follows:

**DIONISI CONSULTING GROUP LLC
Florida, USA
Limited Liability Company**

**ALDION Consulting Pte Ltd
Singapore
Private Limited Company**

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TALLAHASSEE, FLORIDA

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

**DIONISI CONSULTING GROUP LLC
Florida, USA
Limited Liability Company**

THIRD: The plan attached of merger was approved by each domestic limited liability company 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 other business entity that is a party into 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: The effective date of filing of the merger, is August 28, 2012.

SIXTH: Signature(s) for Each Party:

Luis E. Alvarez

Luis Alvarez

MGRM

DIONISI CONSULTING GROUP LLC

Luis E. Alvarez

Luis Alvarez

President/ CEO

ALDION Consulting Pte Ltd

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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:

DIONISI CONSULTING GROUP LLC
Florida, USA
Limited Liability Company

ALDION Consulting Pte Ltd
Singapore
Private Limited Company

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

DIONISI CONSULTING GROUP LLC
Florida, USA
Limited Liability Company

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

This plan of merger dated June 18, 2012 is by among **DIONISI CONSULTING GROUP LLC**, a Florida limited liability company ("the Parent") and **ALDION Consulting Pte Ltd**, a Singapore Private Limited Company ("Merger Sub").

Whereas, the Parent wants to acquire on the terms and the subject to the conditions set forth in this Agreement.

Whereas, the sole member of the Parent has approved this agreement and the transactions, and declared it advisable for Parent to enter into this agreement and to consummate the transaction upon the terms of the merger and this agreement.

Whereas, the sole member of the Merger Sub has approved this agreement and the transactions, and declared it advisable for Merger Sub to enter into this agreement and to

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consummate the transaction upon the terms of the merger and this agreement.

Whereas, in furtherance of the merging of the Merge Sub, Parent desires to receive and Merger Sub desire to grant to Parent all licenses on intellectual property.

Whereas, in furtherance of the merging of the Merge Sub, Parent desires to receive and Merger Sub desire to grant all clients, contracts and employees.

Whereas, in furtherance of the merging of the Merge Sub, Parent desires to receive and Merger Sub desire to grant to Parent all intellectual property rights. Including but not limited to all copyrights, registered marks, trademarks, service marks, certification marks, collective marks, and all rights on training courses approved.

FOURTH: The manner and basis of converting the interest, shares or obligations of each merged party into interest, shares or obligations of the survivor, in whole or in part, into cash is as follow: Selling the membership certificate(s).

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