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(Business Entity Name)

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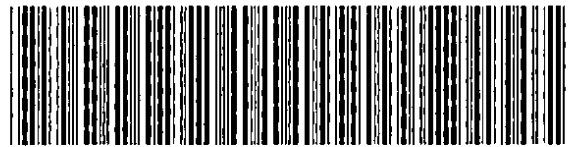
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J. HORNE

AUG 28 2023

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FILED
23 AUG -9 PM 1:23
CLERK OF SUPERIOR COURT
JULIA A. HARRIS, CLERK

COVER LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: PROCACCI DOLPHIN, 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:

JEFFREY H. LAPIDUS

Contact Person

PROCACCI DEVELOPMENT CORP.

Firm/Company

95 S. FEDERAL HIGHWAY, STE. 100

Address

BOCA RATON, FL 33432

City, State and Zip Code

JLAPIDUS@PROCACCI.US

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

For further information concerning this matter, please call:

JEFFREY LAPIDUS at (**561**) **416-1414**

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

**STATE OF FLORIDA
ARTICLES OF MERGER OF A
DOMESTIC LIMITED LIABILITY COMPANY
INTO A DOMESTIC LIMITED LIABILITY COMPANY**

FILED
23 AUG -9 PM 1:23
CLERK OF THE CIRCUIT COURT
JULIA A. HARRIS, CLERK
STATE OF FLORIDA

The following Articles of Merger are being submitted in accordance with Section 605.1025 Florida Statutes.

First: The name of the entity being merged into the other is PROCACCI SWEETWATER, LLC, a Florida limited liability company, with its principal office located at 95 South Federal Highway, Boca Raton, Florida 33432.

Second: The name of the surviving entity is PROCACCI DOLPHIN, LLC, a Florida limited liability company, with its principal office located at 95 South Federal Highway, Boca Raton, Florida 33432.

Third: The Plan of Merger is attached as Exhibit "A," and meets the requirements of Sections 605.1021 – 605.1026, Florida Statutes.

Fourth: On May 18, 2023, the Plan of Merger was adopted and approved by all Members of Procacci Sweetwater, LLC and Procacci Dolphin, LLC, in accordance with Sections 605.1021 – 605.1026, Florida Statutes.

Fifth: Procacci Dolphin, LLC agrees to pay to any members of either Procacci Sweetwater, LLC or Procacci Dolphin, LLC with appraisal rights the amount to which such members are entitled under the provisions of Sections 605.1021 – 605.1026, Florida Statutes.

Sixth: The merger shall become effective as of the date these Articles of Merger are filed with the Florida Department of State.

IN WITNESS WHEREOF, the undersigned have executed these Articles of Merger as of the date first written above.

PROCACCI SWEETWATER, LLC
a Florida limited liability company

By: 
Philip J. Procacci, Manager

PROCACCI DOLPHIN, LLC
a Florida limited liability company

By: 
Philip J. Procacci, Manager

EXHIBIT "A"

**PLAN OF MERGER
PROCACCI SWEETWATER, LLC WITH AND INTO
PROCACCI DOLPHIN, LLC**

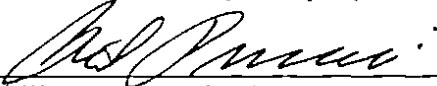
This Plan of Merger is dated as of May 18, 2023, and formed by and between Procacci Sweetwater, LLC, a Florida limited liability company, and Procacci Dolphin, LLC, a Florida limited liability company, in accordance with the provisions of Sections 605.1021 – 605.1026, Florida Statutes.

1. **Merging Entity:** The name of the merging entity is Procacci Sweetwater, LLC, a Florida limited liability company.
2. **Surviving Entity:** The name of the surviving entity is Procacci Dolphin, LLC, a Florida limited liability company.
3. **Terms and Conditions:** The terms and conditions of the merger are as follows: Procacci Dolphin, LLC shall acquire one hundred percent (100%) of the membership interests of Procacci Sweetwater, LLC.

IN WITNESS WHEREOF, the undersigned have executed this Plan of Merger as of the date first written above.

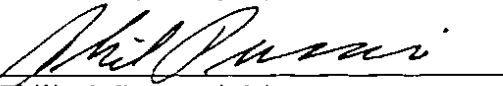
MERGING ENTITY:

PROCACCI SWEETWATER, LLC, A
Florida limited liability company

By: 
Philip J. Procacci, Manager

SURVIVING ENTITY:

PROCACCI DOLPHIN, LLC, A Florida
limited liability company

By: 
Philip J. Procacci, Manager