

Florida Department of State  
Division of Corporations  
Electronic Filing Cover Sheet

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To: *Attn Rebekah White*  
Division of Corporations  
Fax Number : (850) 617-6380  
From: *850-245-6897*  
Account Name : COMITER & SINGER, LLP  
Account Number : I20000000085  
Phone : (561) 626-4742  
Fax Number : (561) 626-4742

*Must be filed w/ dates of 11/16/2015*

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

Email Address: mfrid@comitersinger.com

MERGER OR SHARE EXCHANGE  
Creating Revolutions LLC

Certificate of Status	0
Certified Copy	1
Page Count	04
Estimated Charge	<del>\$58.75</del>

*merger*  
NOV 17 2015

R. WHITE

*add 1.25*  
*Total \$60.00* *CC*

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

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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>
CREATING REVOLUTIONS LLC	FLORIDA	LLC (L13000001653)
CREATING REVOLUTIONS LLC	DELAWARE	LLC (5875216)

**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>
CREATING REVOLUTIONS LLC	DELAWARE	LLC (5875216)

**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).

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**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:

S. Owen Evans III, Esq.,

3801 PGA Blvd., Suite 604

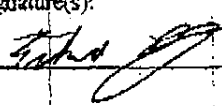
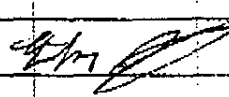
Palm Beach Gardens, FL 33410

**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:

**Note:** If the date inserted in this block does not meet the applicable statutory filing requirements, this date will not be listed as the document's effective date on the Department of State's records.

**SEVENTH:** Signature(s) for Each Party:

Name of Entity/Organization:	Signature(s):	Typed or Printed Name of Individual:
CREATING REVOLUTIONS LLC		Einar Rosenberg
CREATING REVOLUTIONS LLC		Einar Rosenberg

**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 an authorized person

<b>Fees:</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>Certified Copy (optional):</b>	\$30.00

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**AGREEMENT AND PLAN OF MERGER**

THIS AGREEMENT AND PLAN OF MERGER, dated this 16th day of November, 2015 (the "Agreement"), is entered into between CREATING REVOLUTIONS, LLC, a Delaware limited liability company ("Surviving"), and CREATING REVOLUTIONS LLC, a Florida limited liability company ("Merging").

**BACKGROUND:**

The Members of Merging and the Members of Surviving believe that it is in the best interest of the two entities for Merging to merge with Surviving for the purpose of continuing the business of Merging in the form of a Delaware limited liability company in accordance with the provisions of this Agreement, the Delaware Limited Liability Company Act and the Florida Limited Liability Company Act.

**AGREEMENT:**

NOW, THEREFORE, in consideration of the mutual covenants, terms and conditions set forth below, and intending to be legally bound hereby, the parties confirm the accuracy of the information set forth in the introductory paragraph and the BACKGROUND section above, which are hereby incorporated by reference into this Agreement, and agree as follows:

1. **MERGER.** Merging shall be merged with and into Surviving (the "Merger").
2. **EFFECTIVE DATE.** The Merger shall become effective immediately upon the filing of the Certificate of Merger with the Secretary of State of Delaware in accordance with the Delaware Limited Liability Company Act and the filing of the Certificate of Merger with the with the Florida Limited Liability Company Act (the "Effective Date").
3. **SURVIVING COMPANY.** Surviving shall be the surviving limited liability company of the Merger and shall continue to be governed by the laws of the State of Delaware. On the Effective Date, the separate existence of Merging shall cease.
4. **CONVERSION OF EQUITY.** The manner and basis of converting the equity ownership of the members of Merging shall be as follows: The equity owners of Merging shall relinquish all of their ownership in Merging in exchange for the Units issued to them under that certain Operating Agreement of Surviving of even date herewith (the "Operating Agreement"). For every 1 percent ownership of Merging, the equity owners of Merging shall receive 9,000 Units of Surviving, with each ownership interest in Merging being converted to Units in Surviving and each of the members in Merging being admitted as Members in Surviving. Surviving is simultaneously with the merger issuing 50,000 restricted, unvested units to an executive and these units shall dilute only the interest of Einar Rosenberg.
5. **MISCELLANEOUS.** The provisions relating to the merger are as follows:
  - A. **Changes in Certificate of Formation.** The Certificate of Formation of Surviving shall continue to be its Certificate of Formation following the Effective Date of the Merger.
  - B. **Officers and Managers.** The Manager of Surviving on the Effective Date of the Merger shall continue as the Manager of Surviving as provided for in the Operating Agreement.

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6. **AUTHORIZATION.** The Managing Member of Merging and the Manager of Surviving are hereby authorized and directed to do or cause to be done all acts, and to execute and deliver all documents necessary or appropriate to effect the Merger and otherwise carry out the foregoing Plan of Merger.

Dated as of the 16th day of November, 2015.

**CREATING REVOLUTIONS LLC,**  
a Florida limited liability company

By: 

Einar Rosenberg, Manager

**CREATING REVOLUTIONS, LLC,**  
a Delaware limited liability company

By: 

Einar Rosenberg, Manager

*[Signature page to Agreement and Plan of Merger]*

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November 17, 2015

FLORIDA DEPARTMENT OF STATE  
Division of Corporations

CREATING REVOLUTIONS LLC  
1800 NORTH BAYSHORE DR.  
SUITE 2311  
MIAMI, FL 33132US

SUBJECT: CREATING REVOLUTIONS LLC  
REF: L13008001653

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refile the complete document, including the electronic filing cover sheet.

The filing fee to merge LLC's is \$25.00 per entity. If certification is requested, there is an additional \$30.00 fee. Therefore, to include the certification, there would be an additional fee of \$1.25 needed to complete this 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) 245-6050.

Rebekah White  
Regulatory Specialist II

FAX Aud. #: H15000273599  
Letter Number: 615A00024205