

L13D00066472

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

(Business Entity Name)

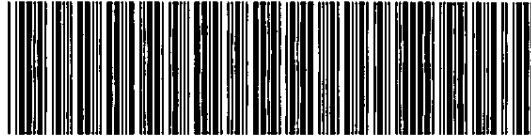
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EFFECTIVE DATE
12-21-15

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
15 DEC 21 PM 1:43

JAN - 8 2016

C LEWIS

LIVINGSTON LOEFFLER

ATTORNEYS AT LAW

PATENT ♦ TRADEMARK ♦ COPYRIGHT ♦ FRANCHISE
Procurement & Litigation

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*Registered U.S. Patent Attorney
†Board Certified in Intellectual Property Law

www.livingstonloeffler.com

December 17, 2015

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

RE: Merger of UPODS, LLC (FL) into UPODS, LLC (DE)

Dear Madam/Sir:

The enclosed Certificate of Merger are submitted for filing. Our law firm check in the sum of \$80.00 is also enclosed representing the filing fees for each LLC and \$30.00 for a Certified Copy.

Please send the certified copy and any correspondence concerning this matter to the attention of the undersigned.

If you have any questions please call our office. Thank you.

Sincerely,



Edward M. Livingston

Encl.: As noted above



FLORIDA DEPARTMENT OF STATE
Division of Corporations

RECEIVED:

JAN 04 2016

BY:
LIVINGSTON LOEFFLER PA

December 22, 2015

LIVINGSTON LOEFFLER ATTORNEYS AT LAW
ATTN: EDWARD M. LIVINGSTON
963 TRAIL TERRACE DRIVE
NAPLES, FL 34103 US

SUBJECT: UPODS, LLC
Ref. Number: L13000066472

We have received your document for UPODS, LLC and your check(s) totaling \$80.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Please note that we no longer use 608 for filing LLC's. The new statute is 605. Please file the merger under 605.

We are enclosing the proper form(s) with instructions for your convenience.

If you have any questions concerning the filing of your document, please call (850) 245-6050.

Carolyn Lewis
Regulatory Specialist II

Letter Number: 115A00026794

proper forms are attached.

LIVINGSTON LOEFFLER

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December 17, 2015

Via Federal Express

Amendment Section
Division of corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

ATTN: Carolyn Lewis

RE: UPODS, LLC- Ref. Number L13000066472

Dear Ms. Lewis:

Per our telephone conversation of this date, enclosed please find the Articles of Merger in the subject matter reflecting the same merger date of December 21, 2015 as in the original merger documents received by your office on that date. As we discussed our law firm check in the sum of \$80.00 representing the filing fees of \$25.00 for each LLC and \$30.00 for a Certified Copy was enclosed with the original filing and already cashed.

Please send the certified copy and any correspondence concerning this matter to the attention of the undersigned.

If you have any questions please call our office. Thank you for your cooperation and assistance in this matter.

Sincerely,


Edward M. Livingston

Encl.: As noted above

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

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

15 DEC 21 PM 1:43

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>
UPODS, LLC <i>L13DD0066472</i>	FLORIDA	Limited Liability Company
UPODS, LLC	DELAWARE	Limited Liability Company

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>
UPODS, LLC	DELAWARE	Limited Liability Company

EFFECTIVE DATE
12-21-15

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 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:

c/o Deborah A. Chadbourne

529 Bierys Bridge Road

Bethlehem, PA 18017

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:

December 21, 2015

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

SEVENTH: Signature(s) for Each Party:

Name of Entity/Organization:

UPODS, LLC (FL)

UPODS, LLC (DEL)

Signature(s):

Edward M. Livingston
Arthur Katz

Typed or Printed
Name of Individual:

Edward M. Livingston, Reg. Ag

Arthur Katz, Authorized Person

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

Fees: 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

Certified Copy (optional):

\$30.00

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