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FILED
13 JUN 18 AM 11:40
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

COVER LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: Recine Family Holdings, 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:

Rita M. Scacchia

Contact Person

Brody Wilkinson PC

Firm/Company

2507 Post Road

Address

Southport, CT 06890

City, State and Zip Code

wbritt@brodywilk.com

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

For further information concerning this matter, please call:

Rita M. Scacchia

at (203) 319-7100

Name of Contact Person

Area Code and 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

FILED
JUN 18 AM 11:10
TALLAHASSEE, FLORIDA

CERTIFICATE OF MERGER OF
G&K HOLDINGS, LLC
(a Connecticut limited liability company)

INTO

RECINE FAMILY HOLDINGS, LLC
(a Florida limited liability company)

FILED
2013 JUL 18 AM 11:40
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to Section 608.4382 of the Florida Statutes, the undersigned liability companies adopt and submit the following Certificate of Merger:

1. The names, jurisdictions of organization and entity types of each limited liability company are as follows:

<u>Name</u>	<u>Jurisdiction</u>	<u>Entity Type</u>
G&K Holdings, LLC	Connecticut	LLC
Recine Family Holdings, LLC	Florida	LLC

2. The surviving entity of the merger will be Recine Family Holdings, LLC, a Florida limited liability company (the "Surviving Entity").


3. The Plan of Merger attached hereto was duly authorized and approved by the members of the Surviving Entity in accordance with the provisions of Section 608 of the Florida Statutes; by all of the members of G&K Holdings, LLC, a Connecticut limited liability company (the "Disappearing Entity") in accordance with the provisions of 34-194 of the Connecticut General Statutes; and by the Surviving Entity and the Disappearing Entity in accordance with the applicable organizational documents of each limited liability company.

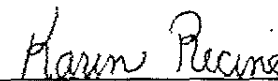
4. The effective date of the merger will be the date of the filing of the Certificate of Merger.

5. A copy of the Plan of Merger will be furnished by the Surviving Entity, on request and without cost, to any person holding an interest in any limited liability company that is a party to the merger.

6. This Certificate is executed as of the 3rd day of June, 2013.

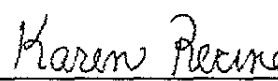
G&K Holdings, LLC
a Connecticut limited liability Company

By: 
George M. Recine, Its Member

By: 
Karen E. Recine, Its Member


Recine Family Holdings, LLC,
a Connecticut limited liability company

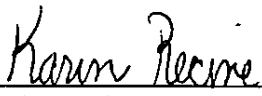
By: 
George M. Recine, Its Member

By: 
Karen E. Recine, Its Member

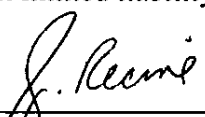
8. These Articles are executed as of the 3rd day of June, 2013.


G&K Holdings, LLC
a Connecticut limited liability Company

By: 
George M. Recine, Its Member

By: 
Karen E. Recine, Its Member

Recine Family Holdings, LLC,
a Connecticut limited liability company

By: 
George M. Recine, Its Member

By: 
Karen E. Recine, Its Member

**AGREEMENT AND PLAN OF MERGER
OF G&K HOLDINGS, LLC
AND RECINE FAMILY HOLDINGS, LLC**

FILED
13 JUN 18 AM 11:00
SECRETARY OF STATE
STATE OF FLORIDA

G&K HOLDINGS, LLC and RECINE FAMILY HOLDINGS, LLC (each individually a "LLC", and collectively, the "LLCs"), hereby certify that:

FIRST: The LLCs agree to merge.

SECOND: The name, entity type and place of organization of each of the parties to the merger are as follows:

- (1) G&K HOLDINGS, LLC, organized under the laws of the State of Connecticut.
- (2) RECINE FAMILY HOLDINGS, LLC, organized under the laws of the State of Florida.

THIRD: The name of the surviving limited liability company is RECINE FAMILY HOLDINGS, LLC, which was organized under the laws of the State of Florida.

FOURTH: The terms and conditions of the merger were advised, authorized and approved by the members of each LLC as set forth in its Operating Agreement. G&K HOLDINGS, LLC shall merge into RECINE FAMILY HOLDINGS, LLC and upon the effective date of such merger, as hereinafter specified, G&K HOLDINGS, LLC shall cease to exist and shall no longer exercise its powers, privileges and franchises, subject to the laws of the State of Connecticut. RECINE FAMILY HOLDINGS, LLC, the surviving LLC, shall succeed to the property and assets of, and exercise all the powers, privileges, franchises of G&K HOLDINGS, LLC and shall assume and be liable for all the debts and liabilities of G&K HOLDINGS, LLC.

FIFTH: Prior to the merger, the percentage of interests of each class of interest in each LLC was:

- (1) G&K HOLDINGS, LLC: One class of membership interests consisting of percentages totaling 100%.
- (2) RECINE FAMILY HOLDINGS, LLC: One class of membership interests consisting of percentages totaling 100%.

SIXTH: The manner and basis of converting the outstanding interests of each LLC into interests of the surviving LLC are as follows:

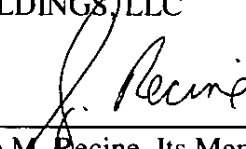
A one percent (1%) membership interest in RECINE FAMILY HOLDINGS, LLC as it exists immediately prior to the merger will become a one-half percent (0.5%) membership interest on the effective date of the merger.

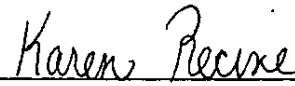
A one percent (1%) membership interest in G&K HOLDINGS, LLC as it exists immediately prior to the merger will become a one-half percent (0.5%) membership interest in RECINE FAMILY HOLDINGS, LLC on the effective date of the merger.

EIGHTH: The effective date of this Plan of Merger (the "Effective Date") shall be the date of the filing of the Certificate of Merger with the Secretary of the State of Florida.

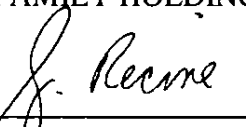
IN WITNESS WHEREOF, each party has caused this Plan of Merger to be signed in its name and on its behalf by an authorized member and/or manager, and its seal to be hereunder affixed as of the 3rd day of June, 2013.


G&K HOLDINGS, LLC

By 
George M. Recine, Its Member

By 
Karen E. Recine, Its Member

RECINE FAMILY HOLDINGS, LLC

By 
George M. Recine, Its Member

By 
Karen E. Recine, Its Member