

L13000174098

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

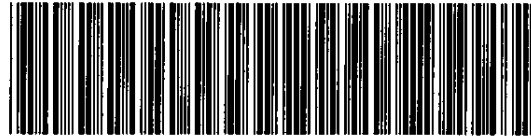
(Business Entity Name)

(Document Number)

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02/03/14--01044--007 \*\*10.00

12/27/13--01026--001 \*\*60.00

*Margher*  
2-6-14

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

13 DEC 27 PM 4:56

FILED

*De*



FLORIDA DEPARTMENT OF STATE  
Division of Corporations

January 9, 2014

GARY M. SINGER  
LAW FIRM OF GARY M. SINGER, P.A.  
1391 SAWGRASS CORPORATE PARKWAY  
SUNRISE, FL 33323

SUBJECT: CAMBRIDGE FUND, LLC  
Ref. Number: L13000174098

We have received your document and check(s) totaling \$60.00. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

- ✓ There is a balance due of \$10.00. Refer to the attached fee schedule for a breakdown of the fees. Please return a copy of this letter to ensure your money is properly credited.

The fee to file articles of merger or articles of share exchange is \$35 per party to the merger or share exchange. Certified copies are optional and are \$8.75 for the first 8 pages of the document, and \$1 for each additional page, not to exceed \$52.50.

The plan of merger must provide the name(s) and address(es) of the manager(s) or managing member(s) of the surviving limited liability company.

The merger must be signed by each party involved in the merger.

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.

Darlene Connell  
Regulatory Specialist II

Letter Number: 614A00000582

RECEIVED

14 JAN 29

FLORIDA DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA



1391 Sawgrass Corporate Parkway  
Sunrise, Florida 33323  
p. 954-851-1448  
f. 954-851-1447  
info@GarySingerLaw.com

Date: 02/04/14  
To: Florida Secretary of State  
Division of Corporations  
Attn: Darlene – Mergers Section  
Fax: (850) 245-6013  
From: Christopher J. Hoertz, Esq.  
Re: Plans of Merger (2)  
Cambridge Fund, LLC & Harvard Fund, LLC  
Pages: Nine (9)

Please find the attached documents:

1. Two (2) Plans of Merger
  - a. Gallo Real Estate Corp. into Cambridge Fund, LLC
  - b. Amalfi Real Estate Corp. into Harvard Fund, LLC

Please contact me at the firm should you have any questions or issues. Thank you for your time.

Cordially,

Christopher J. Hoertz, Esq.  
For the Firm

**COVER LETTER**

**TO:** Amendment Section  
Division of Corporations

**SUBJECT:** Cambridge Fund, 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:

**Gary M. Singer**

Contact Person

**Law Firm of Gary M. Singer, P.A.**

Firm/Company

**1391 Sawgrass Corporate Parkway**

Address

**Sunrise, FL 33323**

City, State and Zip Code

**gary@pitesq.com**

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

For further information concerning this matter, please call:

**Gary M. Singer**

at ( **954** ) **851-1448**

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

## CERTIFICATE OF MERGER

The following certificate of merger is being submitted in accordance with section(s) 607.1109, 608.4382, and/or 620.2108, Florida Statutes.

FILED  
13 DEC 27 PM 6:07  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**FIRST:** The exact name, street address of its principal office, jurisdiction, and entity type for each merging party is as follows:

<u>Name and Street Address</u>	<u>Jurisdiction</u>	<u>Entity Type</u>
1. Gallo Real Estate Corp. 2121 Ponce de Leon Boulevard, Suite 1050 Coral Gables, FL 33134 Florida Document/Registration Number: P10000048077	Florida   FEI Number: 272804230	Corporation

**SECOND:** The exact name, street address of its principal office, jurisdiction, and entity type of the surviving party are as follows:

<u>Name and Street Address</u>	<u>Jurisdiction</u>	<u>Entity Type</u>
Cambridge Fund, LLC 1391 Sawgrass Corporate Parkway Sunrise, FL 33323 Florida Document/Registration Number: L13000174098	Florida   FEI Number: _____	Limited liability company

**THIRD:** The attached Plan of Merger meets the requirements of section(s) 607.1108, 608.438, 617.1103, and/or 620.2106, Florida Statutes, and was approved by each domestic corporation, limited liability company, partnership and/or limited partnership that is a party to the merger in accordance with Chapter(s) 607, 617, 608, and/or 620, Florida Statutes.

**FOURTH:** If applicable, the attached Plan of Merger was approved by the other business entity(ies) that is/are party(ies) to the merger in accordance with the respective laws of all applicable jurisdictions.

**FIFTH:** If the surviving entity is another business entity formed, organized, or incorporated under the laws of any state, country, or jurisdiction other than the state of Florida, and is not authorized to transact business in this state, the surviving entity hereby appoints the Florida Secretary of State as its agent for substitute service of process pursuant to Chapter 48, Florida Statutes, in any proceeding to enforce any obligation or rights of any dissenting shareholders,

partners, and/or members of each domestic corporation, partnership, limited partnership and/or limited liability company that is a party to the merger.

**SIXTH:** If not incorporated, organized, or otherwise formed under the laws of the state of Florida, the surviving entity agrees to pay the dissenting shareholders, partners, and/or members of each domestic corporation, partnership, limited partnership and/or limited liability company that is a party to the merger the amount, if any, to which they are entitled under section(s) 607.1302, 620.2114, and/or 608.4352, Florida Statutes.

**SEVENTH:** If applicable, the surviving entity has obtained the written consent of each shareholder, member or person that as a result of the merger is now a general partner of the surviving entity pursuant to section(s) 607.1108(5), 608.4381(2), Florida Statutes.

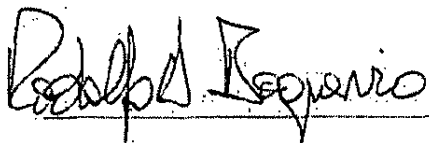
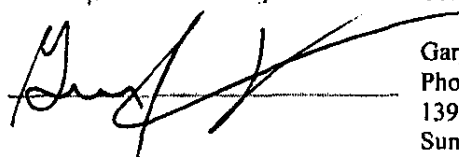
**EIGHTH:** The merger is permitted under the respective laws of all applicable jurisdictions and is not prohibited by the agreement of any partnership or limited partnership or the regulations or articles of organization of any limited liability company that is a party to the merger.

**NINTH:** The merger shall become effective as of:

The date the Certificate of Merger is filed with the Florida Department of State.

**TENTH:** The Certificate of Merger complies and was executed in accordance with the laws of each party's applicable jurisdiction.

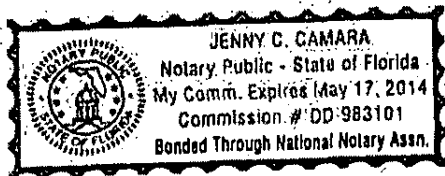
**ELEVENTH: SIGNATURES FOR EACH PARTY:**

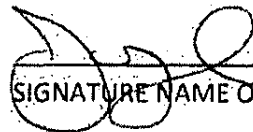
<u>Name of Entity</u>	<u>Signature(s)</u>	<u>Typed or Printed Name of Individual</u>
Gallo Real Estate Corp.		Rodolfo Baquerizo-Alvarado, President 2121 Ponce de Leon Blvd., Ste. 1050 Coral Gables, FL 33134
Cambridge Fund, LLC		Gary M. Singer, Trustee of Phoenix Trust, Managing Member 1391 Sawgrass Corporate Parkway Sunrise, FL 33323

STATE OF FLORIDA

COUNTY OF Miami-Dade

The foregoing instrument was acknowledged before me this 27 day of January, 2014  
by Rodolfo Baquerizo-Alvarado.



  
SIGNATURE NAME OF NOTARY

Personally known X  
Or Production Identification \_\_\_\_\_

STATE OF FLORIDA  
COUNTY OF BROWARD

The foregoing instrument was acknowledged before me this 27 day of January,  
2014, by Gary M. Singer, who is [☒] personally known to me, or who  
has produced \_\_\_\_\_ as identification.

SEAL



CHRISTOPHER J. HOERTZ  
MY COMMISSION # FF 050785  
EXPIRES: September 3, 2017  
Bonded Thru Budget Notary Services

A handwritten signature in cursive script, reading "Christopher J. Hoertz", written over a horizontal line.

Notary Public – State of Florida

The printed name "Christopher J. Hoertz" written in a cursive font over a horizontal line.

Printed Name – Notary Public

**PLAN OF MERGER**

**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>
Gallo Real Estate Corp.	Florida	Profit Corporation

**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>
Cambridge Fund, LLC	Florida	LLC

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

The Merger shall become effective under the Florida Code, the separate existence of the merging parties shall cease, and the merging parties shall be merged with and into Cambridge Fund, LLC as the surviving party.

*(Attach additional sheet if necessary)*

**FOURTH:**

A. The manner and basis of converting the interests, shares, obligations or other securities of each merged party into the interests, shares, obligations or others securities of the survivor, in whole or in part, into cash or other property is as follows:

Each share of capital stock outstanding immediately before the Effective Date,  
other than dissenting shares, shall be converted into one (1) LLC Unit.

*(Attach additional sheet if necessary)*

B. The manner and basis of converting the rights to acquire the interests, shares, obligations or other securities of each merged party into the rights to acquire the interests, shares, obligations or others securities of the survivor, in whole or in part, into cash or other property is as follows:

The shareholders of the merging parties shall become members of the surviving party and shall hold those rights established by company agreement or provided by law in relation to each shareholder's respective intererest in the surviving party.

*(Attach additional sheet if necessary)*

**FIFTH:** If a partnership is the survivor, the name and business address of each general partner is as follows:

N/A

*(Attach additional sheet if necessary)*

**SIXTH:** If a limited liability company is the survivor, the name and business address of each manager or managing member is as follows:

Gary M. Singer, as Trustee of Phoenix Trust, as Sole Managing Member of

Cambridge Fund, LLC; 1391 Sawgrass Corporate Parkway, Sunrise, FL 33323.

*(Attach additional sheet if necessary)*

**SEVENTH:** Any statements that are required by the laws under which each other business entity is formed, organized, or incorporated are as follows:

N/A

*(Attach additional sheet if necessary)*

**EIGHTH:** Other provision, if any, relating to the merger are as follows:

N/A

*(Attach additional sheet if necessary)*