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CT CORP

3458 Lakeshore Drive, Tallahassee, FL 32312

850-656-4724

850-508-1891 (cell)

Date: 12/20/16
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Amount: \$ \$330

Thank you!

CT CORP

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	Plain:
	COGS:

Availability _____
Document _____
Examiner _____
Updater _____
Verifier _____
W.P. Verifier _____
Ref# _____

Amount: \$ >\$330

Thank you!

16 DEC 20 AM 9:27

CERTIFICATE OF MERGER OF

· RREF II PEBP-FL MKI, LLC,
· RREF II PEBP-FL YFH, LLC,
· RREF II RB-FL ARI, LLC,
· RREF II RB-FL DRH, LLC,
· RREF II RB-FL JHC, LLC,
· RREF II RB-FL LKCML, LLC,
· RREF II RB-FL MZI, LLC,
· RREF II RB-FL RIH, LLC,
· RREF II BB-FL FVL, LLC,
· RREF II BB-FL LVL, LLC,
AND
· RREF II CB III-FL CREL, LLC

WITH AND INTO

RREF II INACTIVE, LLC

The following Certificate of Merger for the merger of each of RREF II PEBP-FL MKI, LLC, a Florida limited liability company ("MKI"), RREF II PEBP-FL YFH, LLC, a Florida limited liability company ("YFH"), RREF II RB-FL ARI, LLC, a Florida limited liability company ("ARI"), RREF II RB-FL DRH, LLC, a Florida limited liability company ("DRH"), RREF II RB-FL JHC, LLC, a Florida limited liability company ("JHC"), RREF II RB-FL LKCML, LLC, a Florida limited liability company ("LKCML"), RREF II RB-FL MZI, LLC, a Florida limited liability company ("MZI"), RREF II RB-FL RIH, LLC, a Florida limited liability company ("RIH"), RREF II BB-FL FVL, LLC, a Florida limited liability company ("FVL"), RREF II BB-FL LVL, LLC, a Florida limited liability company ("LVL"), and RREF II CB III-FL CREL, LLC, a Florida limited liability company ("CREL" and, together with MKI, YFH, ARI, DRH, JHC, LKCML, MZI, RIH, FVL, and LVL collectively, the "Merging Entities"), with and into RREF II Inactive, LLC, a Delaware limited liability company (the "Surviving Entity"), is being submitted pursuant to the provisions of Section 605.1025 of the Florida Revised Limited Liability Company Act (the "Florida Act") and Section 18-209 of the Delaware Limited Liability Company Act (the "Delaware Act").

FIRST. The exact name, jurisdiction and entity type of the Merging Entities are as follows:

<u>Name</u>	<u>Jurisdiction</u>	<u>Entity Type</u>
RREF II PEBP-FL MKI, LLC	Florida	Limited Liability Company
RREF II PEBP-FL YFH, LLC	Florida	Limited Liability Company
RREF II RB-FL ARI, LLC	Florida	Limited Liability Company

<u>Name</u>	<u>Jurisdiction</u>	<u>Entity Type</u>
RREF II RB-FL DRH, LLC	Florida	Limited Liability Company
RREF II RB-FL JHC, LLC	Florida	Limited Liability Company
RREF II RB-FL LKCML, LLC	Florida	Limited Liability Company
RREF II RB-FL MZI, LLC	Florida	Limited Liability Company
RREF II RB-FL RIH, LLC	Florida	Limited Liability Company
RREF II BB-FL FVL, LLC	Florida	Limited Liability Company
RREF II BB-FL LVL, LLC	Florida	Limited Liability Company
RREF II CB III-FL CREL, LLC	Florida	Limited Liability Company

SECOND. The exact name, jurisdiction, and entity type of the Surviving Entity are as follows:

<u>Name</u>	<u>Jurisdiction</u>	<u>Entity Type</u>
RREF II INACTIVE, LLC	Delaware	Limited Liability Company

THIRD. Pursuant to an Agreement and Plan of Merger (the "Plan of Merger") by and among the Merging Entities and the Surviving Entity, each of the Merging Entities intends to merge with and into the Surviving Entity (the "Merger") and the separate existence of each of the Merging Entities shall cease. The Surviving Entity is the surviving limited liability company in the Merger.

FOURTH. The Plan of Merger was approved and executed by each of the Merging Entities in accordance with Section 605.1023 of the Florida Act.

FIFTH. The Plan of Merger was approved and executed by each of the Merging Entities in accordance with Section 18-209 of the Delaware Act.

SIXTH. The Merger shall become effective upon the filing of this Certificate of Merger with the Secretary of State of the State of Delaware (the "Effective Date").

SEVENTH. Pursuant to the Plan of Merger, as of the Effective Date, the Certificate of Formation of the Surviving Entity shall be the certificate of formation of the surviving limited liability company.

EIGHTH. The principal address of the Surviving Entity shall be 790 NW 107th Avenue, 4th Floor, Miami, Florida 33172. A copy of the Plan of Merger is on file at the


principal address of the Surviving Entity and will be furnished by the Surviving Entity, on written request and without cost, to any member of the constituent limited liability companies.

NINTH. The Surviving Entity has agreed to pay to any members with appraisal rights the amount to which such members are entitled under Sections 605.1061 – 605.1071 of the Florida Act.


IN WITNESS WHEREOF, the Merging Entities and the Surviving Entity have caused this Certificate of Merger to be signed this ____ day of December, 2016.

MERGING ENTITIES:


RREF II PEBP-FL MKI, LLC,
a Florida limited liability company

By: 
Name: Lori Buckler
Title: Authorized Signatory

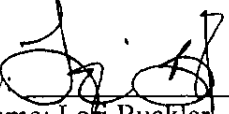
RREF II PEBP-FL YFH, LLC,
a Florida limited liability company

By: 
Name: Lori Buckler
Title: Authorized Signatory

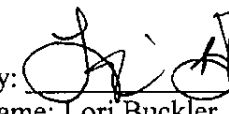
RREF II RB-FL ARI, LLC,
a Florida limited liability company

By: 
Name: Lori Buckler
Title: Authorized Signatory


RREF II RB-FL DRH, LLC,
a Florida limited liability company

By: 
Name: Lori Buckler
Title: Authorized Signatory

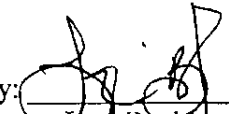
RREF II RB-FL JHC, LLC,
a Florida limited liability company

By: 
Name: Lori Buckler
Title: Authorized Signatory

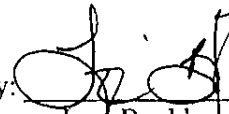
RREF II RB-FL LKCML, LLC,
a Florida limited liability company

By: 
Name: Lori Buckler
Title: Authorized Signatory

RREF II RB-FL MZI, LLC,
a Florida limited liability company

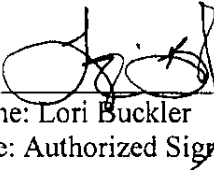
By: 
Name: Lori Buckler
Title: Authorized Signatory

RREF II RB-FL RIH, LLC,
a Florida limited liability company

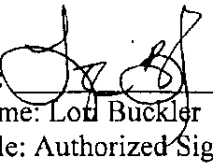
By: 
Name: Lori Buckler
Title: Authorized Signatory

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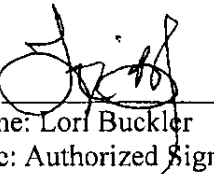
RREF II BB-FL FVL, LLC,
a Florida limited liability company

By: 
Name: Lori Buckler
Title: Authorized Signatory

RREF II BB-FL LVL, LLC,
a Florida limited liability company

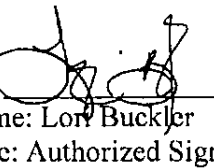
By: 
Name: Lori Buckler
Title: Authorized Signatory

RREF II CB III-FL CREL, LLC,
a Florida limited liability company

By: 
Name: Lori Buckler
Title: Authorized Signatory

SURVIVING ENTITY:

RREF II INACTIVE, LLC,
a Delaware limited liability company

By: 
Name: Lori Buckler
Title: Authorized Signatory