

L14000162854

Florida Department of State
Division of Corporations
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MERGER OR SHARE EXCHANGE
BLOCK FIVE LLC

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|-----------------------|---------|
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May 14, 2020

FLORIDA DEPARTMENT OF STATE
Division of Corporations

BLOCK FIVE LLC
ONE INDEPENDENT DRIVE, SUITE 1200
JACKSONVILLE, FL 32202

SUBJECT: BLOCK FIVE LLC
REF: L14000162854

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

As a condition of a merger, pursuant to s.605.0212(8) and/or s.607.1622 (8), Florida Statutes, each party to the merger must be active and current in filing its annual reports with the Department of State through December 31 of the calendar year in which the articles of merger are submitted for 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.

Terri J Schroeder
Regulatory Specialist III

FAX Aud. #: E20000142122
Letter Number: 920A00009817

**ARTICLES OF MERGER
OF
FOUR HITTER LLC
WITH AND INTO
BLOCK FIVE LLC**

Block Five LLC, a Florida limited liability company (the "Surviving Company"), pursuant to Section 605.1025 of the Florida Revised Limited Liability Company Act (the "Act"), hereby delivers these Articles of Merger (these "Articles") to the Florida Department of State for filing. For purposes of complying with the applicable provisions of the Act with respect to the merger of Four Hitter LLC, a Florida limited liability company (the "Disappearing Company"), with and into the Surviving Company (the "Merger"), the Surviving Company has caused its duly authorized officers to execute and deliver these Articles, and to acknowledge, certify and state under penalty of perjury, the following:

ARTICLE I

**NAMES, PRINCIPAL ADDRESSES AND JURISDICTIONS
OF THE CONSTITUENT CORPORATIONS**

The name, principal address and jurisdiction of each of the constituent corporations involved in the Merger are as follows:

| <u>Name and Principal Address</u> | <u>Jurisdiction</u> | <u>Type of Entity</u> | <u>Document Number</u> |
|---|---------------------|---------------------------|------------------------|
| <i>Surviving Company:</i> | | | |
| Block Five LLC One Independent Drive, Suite 1200 Jacksonville, Florida 32202 | Florida | Limited Liability Company | L14000162854 |
| <i>Disappearing Company:</i> | | | |
| Four Hitter LLC One Independent Drive, Suite 1200 Jacksonville, Florida 32202 | Florida | Limited Liability Company | L14000162480 |

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TALLAHASSEE, FLORIDA

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ARTICLE II

PLAN OF MERGER

The Surviving Company is the surviving corporation in the Merger. Each of the Disappearing Company and the Surviving Company adopted, approved, authorized, confirmed, consented to and ratified that certain Plan of Merger, dated as of May 7, 2020, a copy of which is attached hereto as Exhibit A (the "Plan of Merger"), in accordance with the applicable provisions of the Act.

ARTICLE III

EFFECTIVE DATE AND TIME

The Merger will be effective as of 12:01 a.m. on the date of filing of these Articles of Merger.

ARTICLE IV

APPROVALS

4.1 Disappearing Company.

Pursuant to Section 605.1023 of the Act, the Disappearing Company's sole manager and sole member adopted, approved, authorized, confirmed, consented to and ratified the Merger, the Plan of Merger and these Articles by Joint Written Consent of the Sole Member and the Sole Manager in Lieu of a Special Meeting, dated May 7, 2020.

4.2 Surviving Company.

Pursuant to Section 605.1023 of the Act, the Surviving Company's sole manager and sole member adopted, approved, authorized, confirmed, consented to and ratified the Merger, the Plan of Merger and these Articles by Joint Written Consent of the Sole Member and the Sole Manager in Lieu of a Special Meeting, dated May 7, 2020.

4.3 Appraisal Rights.

The Surviving Company has agreed to pay to any members of any limited liability company with appraisal rights arising out of the Merger the amount to which such members are entitled under the provisions of Section 605.1006, and Sections 605.1061 through 605.1072.

[The remainder of this page was left blank intentionally.]

The constituent corporations have caused these Articles to be executed and delivered by their respective duly authorized officers.

SURVIVING COMPANY:

BLOCK FIVE LLC

By: 
Matthew S. McAfee, Vice President

DISAPPEARING COMPANY:

FOUR HITTER LLC

By: 
Matthew S. McAfee, Vice President

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EXHIBIT A

Plan of Merger

See attached.

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PLAN OF MERGER

1.1 The Merger.

Four Hitter LLC, a Florida limited liability company (the "Disappearing Entity") will be merged with and into Block Five LLC, a Florida limited liability company (the "Surviving Company") at the Effective Time (as defined in Section 1.2) (the "Merger"). As a result of the Merger, the separate existence of the Disappearing Company will cease and the Surviving Company will continue as the surviving corporation of the Merger. The Surviving Company's name will remain unchanged by the Merger.

1.2 Effective Time of the Merger.

The Merger will be effective as of 12:01 a.m. on the date of filing of the Articles of Merger (the "Effective Time").

1.3 Effect of the Merger.

Except as expressly provided elsewhere in this Plan of Merger, the Disappearing Company and the Surviving Company will be affected by the Merger in the manner provided by the Florida Revised Limited Liability Company Act (collectively, the "Act").

1.4 Articles of Organization of the Surviving Company.

The Surviving Company's Articles of Organization, as in effect immediately prior to the Effective Time, will remain the Surviving Company's articles of organization from and after the Effective Time, until they are amended and/or restated pursuant to the Act.

1.5 Disappearing Company's Membership Interests.

The Surviving Company is the sole member of the Disappearing Company. At the Effective Time, by virtue of the Merger and without any further action on the part of the Disappearing Company or the Surviving Company, all of the Disappearing Company's membership interests automatically will be canceled without any conversion thereof and no payment or distribution shall be made with respect thereto.

1.6 Surviving Company's Membership Units.

At the Effective Date, by virtue of the Merger and without any further action on the part of the Disappearing Company or the Surviving Company, all of the membership interests of the Surviving Company prior to the Merger will continue to be issued and outstanding interests of the Surviving Company in the same percentages as in effect prior to the Merger.