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**MERGER OR SHARE EXCHANGE
ORCHID UNDERWRITERS AGENCY, LLC**

Certificate of Status	0
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80.00

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COVER LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: Orchid Underwriters Agency, 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:

Suzanne M. Hoffman

Contact Person

Katten Muchin Rosenman LLP

Firm/Company

525 West Monroe Street, Suite 1900

Address

Chicago, IL 60661-3693

City, State and Zip Code

suzanne.hoffman@kattenlaw.com

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

For further information concerning this matter, please call:

Suzanne M. Hoffman

Name of Contact Person

at (312)

Area Code

577-8306

Daytime Telephone Number

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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

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

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>
Orchid Merger Sub, LLC	Florida	LLC
Orchid Underwriters Agency, LLC	Florida	LLC

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>
Orchid Underwriters Agency, LLC	Florida	LLC

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).

SIXTH: 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 limited 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:

SIXTH: 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

SEVENTH: Signatures for Each Party:

Name of Entity (Organization)

Signature(s)

Typed or Printed
Name of Individual

Orchid Merger Sub, LLC

Alex Earl

Alex Earls: Authorized Person

Orchid Underwriters Agency, LLC

Michael Ray

Michael Ray: Authorized Person

Corporations:

Chairman, Vice Chairman, President or Officer

General partnerships:

Officer, director, partner, or authorized person

Florida Limited Partnerships:

Signatures of all general partners

Non-Florida Limited Partnerships:

Signatures of all general partners

Limited Liability Companies:

Signatures 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:

\$21.00

For each Other Domestic Entity:

\$25.00

Certified (Conditional):

\$30.00