

L 14000168601

Florida Department of State
Division of Corporations
Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

(((H15000305131 3)))



H150003051313ABCT

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:
Division of Corporations
Fax Number : (850) 617-6380

From:
Account Name : ROGERS, TOWERS, BAILEY, ET AL
Account Number : 076666002273
Phone : (904) 398-3911
Fax Number : (904) 396-0663

Effective: 1-1-16

****Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.****

Email Address: _____

15 DEC 29 PM 4:01

**MERGER OR SHARE EXCHANGE
IR RE HOLDINGS, LLC**

Certificate of Status	0
Certified Copy	0
Page Count	02
Estimated Charge	\$50.00

SECRETARY OF STATE
15 DEC 29 AM 10:05
FILED

Morgan

Electronic Filing Menu Corporate Filing Menu

DEC 30 2015
D CONNELL
Help

Dec. 29. 2015. 3:39PM
000-017-8501

12/29/2015 3:24:12 PM PAGE 1/001

No. 0291 P. 1
Fax Server



December 29, 2015

FLORIDA DEPARTMENT OF STATE
Division of Corporations

IR RE HOLDINGS LLC
1301 RIVERPLACE BOUEVARD, STE 1500
JACKSONVILLE, FL 32207

SUBJECT: IR RE HOLDINGS LLC
REF: L14000168601

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.

Please correct the name of the merging entity in Article 3 of the Articles of Merger as the word "RESOURCES" was not included.

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 III

FAX Aud. #: H15000305131
Letter Number: 215A00027085

ARTICLES OF MERGER
of
EENERGY RESOURCES NE FLORIDA, LLC
with and into
IR RE HOLDINGS, LLC

Pursuant to the provisions of Sections 605.1022 and 605.1025, Florida Statutes, the undersigned companies adopt the following Articles of Merger for the purpose of merging EEnergy Resources NE Florida, LLC, a Delaware limited liability company, with and into IR RE Holdings, LLC, a Florida limited liability company.

Article 1. Merging Entity. The name, jurisdiction, and type of the entity that is not the surviving entity (the "Merging Entity") is: EEnergy Resources NE Florida, LLC, a Delaware limited liability company.

Article 2. Surviving Entity. The name, jurisdiction, and type of entity of the surviving entity (the "Surviving Entity") is: IR RE Holdings, LLC, a Florida limited liability company.

Article 3. Approval of Merger. The merger was approved by IR RE Holdings, LLC, a domestic entity, in accordance with Sections 605.1021-605.1026, Florida Statutes, and by EEnergy Resources NE Florida, LLC, a Delaware limited liability company, in accordance with Title 6, Section 18-209 of the Delaware Code.

Article 4. Effective Date. The merger shall become effective as of 12:01 a.m. on January 1, 2016.

Article 5. Appraisal Rights. The Surviving Entity has agreed to pay to any members of any limited liability company with appraisal rights the amount to which such members are entitled under the provisions of Sections 605.1006 and 605.1061-605.1072, Florida Statutes.

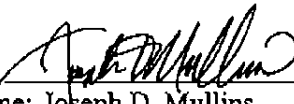
[Remainder of Page Intentionally Left Blank;
Signature Page Follows]

FILED
15 DEC 29 AM 10:05
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The Merging Entity and the Surviving Entity have caused these Articles of Merger to be executed as of December 28, 2015.

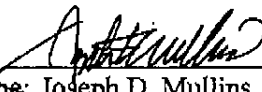
EGENERGY RESOURCES NE FLORIDA, LLC,
a Delaware limited liability company

By: Iluka Resources Inc., a Delaware corporation,
as its Sole Member and Manager

By: 
Name: Joseph D. Mullins
Title: U.S. Counsel

IR RE HOLDINGS, LLC,
a Florida limited liability company

By: Iluka Resources Inc., a Delaware corporation,
as its Sole Member and Manager

By: 
Name: Joseph D. Mullins
Title: U.S. Counsel