

L14,000191848

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐

PICK-UP

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WAIT

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MAIL

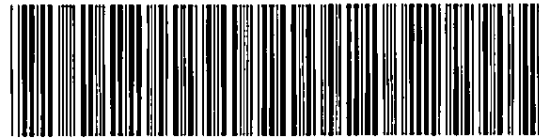
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer

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STATE
FLORIDA

JAN 22 AM 8:45

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FLORIDA

JAN 22 PM 3:01

RECEIVED

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FLORIDA DEPARTMENT OF STATE
Division of Corporations

January 25, 2021

HOLLAND & KNIGHT

SUBJECT: DREAM FINDERS HOLDINGS LLC
Ref. Number: L14000191848

We have received your document for DREAM FINDERS HOLDINGS LLC and your check(s) totaling \$80.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

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.

Yasemin Y Sulker
Regulatory Specialist III

Letter Number: 321A00001663

*Corrected on 1/25/2021
Annual report was filed on 1/25/2021
receipt attached for reference.*

*Filing Must receive 1/22/2021
file date, that is the date the
filing was submitted. Thank You!*

*Chg 850-556-
2251*

Holland & Knight

Requester's Name

315 South Calhoun Street, suite 600

Address

Tallahassee, FL 32301 (850)425-5686

City/State/Zip

Phone #

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. Dream Finders Holdings LLC
(Corporation Name) (Document #)

2. _____
(Corporation Name) (Document #)

3. _____
(Corporation Name) (Document #)

4. _____
(Corporation Name) (Document #)

☐ Walk in

☐ Pick up time

☒ Certified Copy

☐ Mail out

☐ Will wait

☐ Photocopy

☐ Certificate of Status

NEW FILINGS

☐ Profit

☐ Not for Profit

☐ Limited Liability

☐ Domestication

☐ Other

AMENDMENTS

☐ Amendment

☐ Resignation of R.A., Officer/Director

☐ Change of Registered Agent

☐ Dissolution/Withdrawal

☒ Merger

OTHER FILINGS

☐ Annual Report

☐ Fictitious Name

REGISTRATION/QUALIFICATION

☐ Foreign

☐ Limited Partnership

☐ Reinstatement

☐ Trademark

☐ Other

Examiner's Initials

ARTICLES OF MERGER

MERGING

DFH MERGER SUB LLC
(a Delaware limited liability company)

WITH AND INTO

DREAM FINDERS HOLDINGS LLC
(a Florida limited liability company)

Pursuant to Section 605.1025 of the Florida Revised Limited Liability Company Act (the "FLLCA"), the undersigned constituent entities of the merger (the "Constituent Entities") do hereby certify that:

FIRST: The exact name, entity type and jurisdiction for each merging party are as follows:

<u>Name</u>	<u>Jurisdiction</u>	<u>Entity Type</u>
DFH Merger Sub LLC	Delaware	Limited Liability Company
Dream Finders Holdings LLC	Florida	Limited Liability Company

SECOND: The exact name, entity type and jurisdiction of the surviving entity of the merger (the "Surviving Entity") are as follows:

<u>Name</u>	<u>Jurisdiction</u>	<u>Entity Type</u>
Dream Finders Holdings LLC	Florida	Limited Liability Company

THIRD: The merger was approved by each domestic merging entity that is a limited liability company in accordance with Sections 605.1021 – 605.1026 of the FLLCA; 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 Section 605.1023(1)(b) of the FLLCA.

FOURTH: The Articles of Organization of Dream Finders Holdings LLC in effect immediately prior to the effectiveness of the merger shall remain unchanged and shall be the Articles of Organization of the Surviving Entity. No amendment to the public organic record of Dream Finders Holdings LLC was approved as part of the Agreement and Plan of Merger, dated as of January 20, 2021 (the "Merger Agreement"), by and among Dream Finders Holdings LLC, DFH Merger Sub LLC and Dream Finders Homes, Inc., a Delaware corporation and sole member of DFH Merger Sub LLC, approved and executed by each of the Constituent Entities.

FIFTH: The Surviving Entity agrees to pay any members of the Constituent Entities with appraisal rights the amount to which any such members are entitled under Sections 605.1006 and 605.1061 – 605.1072 of the FLLCA.

SIXTH: A copy of the executed Merger Agreement is on file at the principal place of business of Dream Finders Holdings LLC, the address of which is 14701 Philips Highway, Suite 300, Jacksonville, Florida 32256.

SEVENTH: A copy of the Merger Agreement will be furnished by the Surviving Entity, on request and without cost, to any member of the Constituent Entities.

EIGHTH: The merger is to become effective at 9:00 a.m. Eastern Standard Time on January 25, 2021.

[Signature Page Follows]

IN WITNESS WHEREOF, each of the Constituent Entities has caused these Articles of Merger to be signed by an authorized officer this 22nd day of January 2021.

DFH MERGER SUB LLC

By: Dream Finders Homes, Inc., its sole Manager
and sole Member

By: 

Name: Patrick Zalupski

Title: Chief Executive Officer

DREAM FINDERS HOLDINGS LLC

By: 

Name: Patrick Zalupski

Title: Chief Executive Officer