

Division of Corporations

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Florida Department of State  
Division of Corporations  
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To: Division of Corporations  
Fax Number : (850) 617-6360

*merger*  
**R. WHITE**  
**DEC 20 2017**

From: Account Name : SBA COMMUNICATIONS CORPORATION  
Account Number : I2002C000107  
Phone : (561) 995-7670  
Fax Number : (561) 322-2887

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

Email Address: \_\_\_\_\_

*eff 12/31*

**MERGER OR SHARE EXCHANGE**  
**SBA TRS Holdco, LLC**

Certificate of Status	0
Certified Copy	1
Page Count	04
Estimated Charge	\$58.75

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SECRET  
TALLAHASSEE, FLORIDA**ARTICLES OF MERGER**

The following Articles of Merger is submitted to merge the following Florida Limited Liability Company in accordance with Section 605.1025, Florida Statutes.

**First:** The name and jurisdiction of the merging limited liability company:

NameJurisdiction

SBA DAS, LLC

Florida

**Second:** The name and jurisdiction of the surviving limited liability company:

NameJurisdiction

SBA TRS Holdco, LLC

Florida

**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).

**Fourth:** This entity exists before the merger and is a domestic limited liability company.

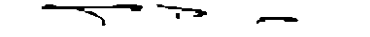
**Fifth:** This entity agrees to pay any members with appraisal rights the amount, to which members are entitled under ss.605.1006 and 605.1061-605.1072, F.S.

**Sixth:** The merger shall become effective at 11:59 p.m. on December 31, 2017.

**Seventh:** SIGNATURES FOR EACH PARTY:

Name of PartySignatureTyped or Printed Name of  
Individual and Title

SBA DAS, LLC

Thomas P. Hunt  
Executive Vice President

SBA TRS Holdco, LLC

Thomas P. Hunt  
Executive Vice President

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### PLAN OF MERGER

The following plan of merger is submitted in accordance with Section 605.1025, Florida Statutes.

1. The name and jurisdiction of the surviving limited liability company:

<u>Name</u>	<u>Jurisdiction</u>
SBA TRS Holdco, LLC	Florida

2. The name and jurisdiction of the merging limited liability company:

<u>Name</u>	<u>Jurisdiction</u>
SBA DAS, LLC	Florida

3. SBA Senior Finance II LLC, a Florida limited liability company owns one hundred percent (100%) of the issued and outstanding membership interest of the surviving limited liability company and the surviving limited liability company owns one hundred percent (100%) of the membership interest of the merging limited liability company.

4. On the effective date of the merger, each of the issued and outstanding membership interest of the merging limited liability company, and all rights in respect thereof, shall be canceled.

5. Other provisions relating to the merger are as follows:

(A) Assumption of Assets. All property, rights, privileges, powers, trademarks, licenses, registrations and other assets of every kind and description of the merging limited liability company shall be transferred to and vested in the surviving limited liability company without further act or deed, and all property (including real, personal and intellectual) of the limited liability company shall be the property of the surviving limited liability company.

(B) Assumption of Obligations. All obligations of the merging limited liability company shall become obligations of the surviving limited liability company.

(C) Effective Date. The merger shall become effective at 11:59 p.m. on December 31, 2017 (the "Effective Date").

(D) Members Approvals. The Sole Member of the surviving limited liability company and of the merging limited liability company have approved this Plan of Merger and the filing of the Articles of Merger and all other documents or certificates required to be filed with the Florida Department of State, each by Written Consent dated December 18, 2017.

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(E) Articles of Organization. The Articles of Organization shall continue to be the Articles of Organization of said surviving limited liability company until further amended and changed in accordance with the provisions of the Florida Limited Liability Act.

(F) Operating Agreement. The Operating Agreement of the surviving limited liability company in effect currently and at and as of the Effective Date will remain the Operating Agreement of the surviving limited liability company without any modification or amendment in the merger.

(G) Officers and Directors. The directors and officers of the surviving limited liability company shall be those persons who were the members of the Board of Directors and the officers, respectively, of the surviving limited liability company immediately prior to the Effective Date and shall remain the directors and officers of the surviving limited liability company until their successors shall have been duly elected and qualified.

(H) Required Actions. SBA TRS Holdco, LLC shall take, or cause to be taken, all action required or advisable under the laws of the State of Florida to consummate and make effective the intent of this Plan of Merger.

(I) Dissenters' Rights. Because the merging limited liability company has one shareholder, there will not be dissenters' rights in connection with the merger.