

L14000195924

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DIVISION OF CORPORATIONS
14 DEC 30 AM 8:26

C.L.
1-6-15

HGK MAIN STREET
TO
WALL STREET
LAWYERS
HANAMIRIAN, GARIBIAN & KRANJAC, P.C.

December 29, 2014

Via Federal Express
Florida Department of State
Division of Corporations
Amendment Section
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

Re: Articles of Merger
River Rock of Lauderdale by the Sea, L.L.C.

Dear Sir/Madam:

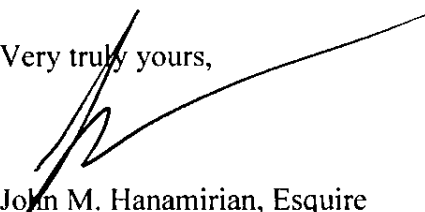
Enclosed for filing please find an original and one copy of Form CR2E080 Articles of Merger along with my firm's check made payable to "Florida Department of State" in the amount of \$80.00. In addition to the enclosed, please find a confirmation of filing regarding formation of entity, River Rock of Lauderdale by the Sea, L.L.C., the Surviving Party in this merger. Please note that the corporate filing for the formation of River Rock of Lauderdale by the Sea, L.L.C. was completed on December 29, 2014.

Kindly file the original and return to our office a time-stamped copy. We have enclosed a self-addressed, stamped envelope for your convenience.

If you have any questions or require additional information or documentation, please do not hesitate to contact my paralegal, Laura Yavru-Sakuk, or myself.

Thank you.

Very truly yours,


John M. Hanamirian, Esquire

JMH/lys
Encl.

COVER LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: River Rock of Lauderdale by the Sea, L.L.C.

Name of Surviving Party

The enclosed Certificate of Merger and fee(s) are submitted for filing.

Please return all correspondence concerning this matter to:

John M. Hanamirian, Esquire

Contact Person

Hanamirian, Garibian & Kranjac, P.C.

Firm/Company

40 E. Main Street

Address

Moorestown, NJ 08057

City, State and Zip Code

jmh@hgklawyers.com

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

For further information concerning this matter, please call:

Kevin Ruddy at (732) 239-2578

Name of Contact Person

Area Code

Daytime Telephone Number

☒ Certified copy (optional) \$30.00

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

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

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

14 DEC 30 AM 8: 26

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>
River Rock, LLC	New Jersey	LLC
River Rock, 2 LLC	New Jersey	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>
<u>L14000195924</u> River Rock of Lauderdale by the <u>See, LLC.</u>	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).

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FOURTH: 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:

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: 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: Signature(s) for Each Party:

Name of Entity/Organization:	Signature(s):	Typed or Printed Name of Individual:
RIVER ROCK OF LAUDERDALE BY THE SEA, LLC	K Ruddy	Kevin Ruddy
River Rock LLC (NJ)	K Ruddy	Kevin Ruddy
River Rock 2 LLC (NJ)	K Ruddy	Kevin Ruddy

Corporations:	Chairman, Vice Chairman, President or Officer (If no directors selected, signature of incorporator.)
General partnerships:	Signature of a general partner or authorized person
Florida Limited Partnerships:	Signatures of all general partners
Non-Florida Limited Partnerships:	Signature of a general partner
Limited Liability Companies:	Signature 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:	\$25.00
	For each Other Business Entity:	\$25.00	<u>Certified Copy (optional):</u>	\$30.00

**Electronic Articles of Organization
For
Florida Limited Liability Company**

**L14000195924
FILED 8:00 AM
December 29, 2014
Sec. Of State
thampton**

Article I

The name of the Limited Liability Company is:

RIVER ROCK OF LAUDERDALE BY THE SEA, L.L.C.

Article II

The street address of the principal office of the Limited Liability Company is:

4445 EL MAR DRIVE
2304
LAUDERDALE BY THE SEA, FL. US 33308

The mailing address of the Limited Liability Company is:

4445 EL MAR DRIVE
2304
LAUDERDALE BY THE SEA, FL. US 33308

Article III

The name and Florida street address of the registered agent is:

KEVIN RUDDY
4445 EL MAR DRIVE
2304
LAUDERDALE BY THE SEA, FL. 33308

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Registered Agent Signature: KEVIN RUDDY

Article IV

The name and address of person(s) authorized to manage LLC:

Title: AMBR.
KEVIN RUDDY
4445 EL MAR DRIVE
LAUDERDALE BY THE SEA, FL. 33308 US

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FILED 8:00 AM
December 29, 2014
Sec. Of State
thampton

Signature of member or an authorized representative

Electronic Signature: KEVIN RUDDY

I am the member or authorized representative submitting these Articles of Organization and affirm that the facts stated herein are true. I am aware that false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S. I understand the requirement to file an annual report between January 1st and May 1st in the calendar year following formation of the LLC and every year thereafter to maintain "active" status.