

**L14000196215**

**Florida Department of State  
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**Email Address:** NancyUngar@HHHCompanies.com

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**MERGER OR SHARE EXCHANGE**

**Pablo Station, LLC**

Certificate of Status	0
Certified Copy	1
Page Count	04
Estimated Charge	<del>\$68.75</del>

\$30.00

+

\$60.00

\$90.00

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March 16, 2015

FLORIDA DEPARTMENT OF STATE  
Division of Corporations

PABLO STATION, LLC  
PO BOX 273760  
BOCA RATON, FL 33427-3760

SUBJECT: PABLO STATION, LLC  
REF: L14000196215

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refile the complete document, including the electronic filing cover sheet.

As a condition of a merger, pursuant to s.605.0212(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.

If you have any questions concerning the filing of your document, please call (850) 245-6050.

Carolyn Lewis  
Regulatory Specialist II

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ARTICLES OF MERGER OF  
HHH PABLO STATION, INC.,  
WITH AND INTO  
PABLO STATION, LLC

The following Articles of Merger are being submitted to merge the following Florida limited liability company and corporation in accordance with Sections 605.1025 and 607.1109 Florida Statutes.

FIRST: The exact name, street address of its principal office, jurisdiction, and entity type for each merging entity that is not the surviving entity are as follows:

<u>Name and Street Address</u>	<u>Jurisdiction</u>	<u>Entity Type</u>
HHH Pablo Station, Inc. 2206 W. Atlantic Avenue, Suite 201 Delray Beach, Florida 33445 Florida Document Registration No. P97000030980 Federal Employer ID No. 65-0742873	Florida	Corporation

SECOND: The exact name, street address of its principal office, jurisdiction, and entity type for the surviving entity are as follows:

<u>Name and Street Address</u>	<u>Jurisdiction</u>	<u>Entity Type</u>
Pablo Station, LLC 2206 W. Atlantic Avenue, Suite 201 Delray Beach, Florida 33445 Florida Document Registration No. L14000196215 Federal Employer ID No. 65-0448589	Florida	Limited Liability Company

THIRD: The attached Plan of Merger was approved by each domestic limited liability company that is a party to the merger in accordance with the provisions of Sections 605.1021-605.1026, Florida Statutes, and each corporation that is a party to the merger in accordance with Chapter 607, Florida Statutes.

FOURTH: The merger is permitted under the respective laws of all applicable jurisdictions and is not prohibited by the agreement of any partnership or the regulations or articles of organization of any limited liability company that is a party to the merger.

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FIFTH: The merger shall become effective upon the filing of the Articles of Merger.

SIXTH: The Articles of Merger comply with and were executed in accordance with the laws of each party's applicable jurisdiction.

SEVENTH: The surviving entity has agreed to pay 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 605.1061-1072, Florida Statutes.

The undersigned have executed these Articles of Merger as of March 12, 2015.

PABLO STATION, LLC,  
a Florida limited liability company

By: \_\_\_\_\_

Harry H. Hahamovitch, Manager

HHH PABLO STATION, INC., a Florida  
corporation

By: \_\_\_\_\_

Harry H. Hahamovitch, President and  
Secretary

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## PLAN OF MERGER

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The following Plan of Merger, which was adopted and approved by each party to the merger in accordance with Sections 605.1022 and 607.1108, is being submitted in accordance with Sections 605.1021 and 607.1108, Florida Statutes.

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

<u>Name</u>	<u>Jurisdiction</u>	<u>Entity Type</u>
HHH Pablo Station, Inc.	Florida	Corporation
Pablo Station, LLC	Florida	Limited Liability Company

SECOND: The exact name, jurisdiction, and entity type of the surviving party are as follows:

<u>Name</u>	<u>Jurisdiction</u>	<u>Entity Type</u>
Pablo Station, LLC	Florida	Limited Liability Company

THIRD: The terms and conditions of the merger are as follows:

Upon the filing of the Articles of Merger (the "Effective Date"), HHH Pablo Station, Inc., shall be merged with and into Pablo Station, LLC, with the effect provided by Florida Statutes, the separate existence of HHH Pablo Station, Inc., shall cease, and Pablo Station, LLC, as the surviving entity, shall continue to exist by virtue of, and shall continue to be governed by, the laws of the State of Florida, under the Articles of Organization and Operating Agreement of Pablo Station, LLC, as they exist on the Effective Date. HHH Pablo Station, Inc., is the sole member of Pablo Station, LLC. As of the Effective Date, the shareholders of HHH Pablo Station, Inc., shall become the members of Pablo Station, LLC.

FOURTH:

A. The manner and basis of converting the interests, shares, obligations or other securities of each merged party into the interests, shares, obligations or other securities of the survivor, in whole or in part, into cash or other property are as follows:

The merged party is the sole member of the survivor. Each shareholder of the merged party shall become a member of the survivor.

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No additional compensation shall be paid to the shareholders of HHH Pablo Station, Inc.

B. The manner and basis of converting rights to acquire interests, shares, obligations or other securities of each merged party into rights to acquire interests, shares, obligations or other securities of the surviving entity, in whole or in part, into cash or other property are as follows:

N/A

FIFTH: Pablo Station, LLC, the surviving entity, shall be managed by one or more managers. The name and address of the current manager are as follows:

Harry H. Hahamovitch  
2206 W. Atlantic Avenue, Suite 201  
Delray Beach, Florida 33445

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