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AUG 4 2015

I ALBRITTON

CORPORATION SERVICE COMPANY
1201 Hays Street
Tallahassee, FL 32301
Phone: 850-558-1500

ACCOUNT NO. : I20000000195

REFERENCE : 732149 4328337

AUTHORIZATION :

COST LIMIT : \$ 90.00

ORDER DATE : August 3, 2015

ORDER TIME : 12:44 PM

ORDER NO. : 732149-005

CUSTOMER NO: 4328337

ARTICLES OF MERGER

BEJO, INC.

INTO

BEJO LLC

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX _____ CERTIFIED COPY
_____ PLAIN STAMPED COPY

CONTACT PERSON: Courtney Williams

EXAMINER'S INITIALS:

10

COVER LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: BEJO LLC

Name of Surviving Party

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

Please return all correspondence concerning this matter to:

Marlene Marsh, Paralegal

Contact Person

c/o Cohen & Grigsby, P.C.

Firm/Company

625 Liberty Avenue, 5th Floor

Address

Pittsburgh, PA 15222-3152

City, State and Zip Code

mmarsh@cohenlaw.com

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

For further information concerning this matter, please call:

Marlene Marsh at (412) 297-4993

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

CR2E080 (2/14)

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

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>
BEJO LLC	Florida	Limited Liability Company
BEJO, INC.	Florida	Corporation (For Profit)

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>
BEJO LLC	Florida	Limited Liability Company

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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DIVISION OF REVENUE
TALLAHASSEE, FLORIDA

FOURTH: Please check one of the boxes that apply to surviving entity: (if applicable)

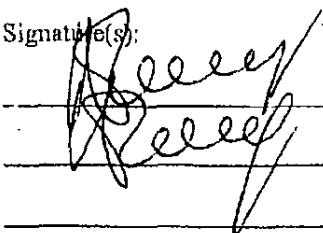
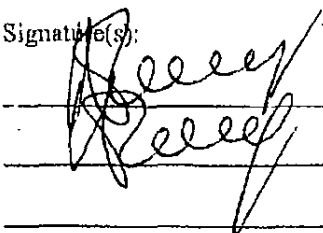
- ☒ This entity exists before the merger and is a domestic filing entity, the amendment, if any to its public organic record are attached.
- ☐ This entity is created by the merger and is a domestic filing entity, the public organic record is attached.
- ☐ This entity is created by the merger and is a 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:

Note: If the date inserted in this block does not meet the applicable statutory filing requirements, this date will not be listed as the document's effective date on the Department of State's records.

SEVENTH: Signature(s) for Each Party:

Name of Entity/Organization:	Signature(s):	Typed or Printed Name of Individual:
BEJO LLC		Herbert Wolf
BEJO, INC.		Herbert Wolf

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

<u>Fees:</u>	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

PLAN OF MERGER

- (a) BEJO, INC., a Florida corporation (the "**Corporation**"), shall be merged with and into BEJO LLC, a Florida limited liability company (the "**LLC**"), pursuant to the Florida Revised Limited Liability Company Act and the Florida Business Corporation Act, thereby transferring to the LLC all of the assets of the Corporation, subject, however, to all of its liabilities, in complete liquidation of all the Corporation's outstanding capital stock.
- (b) The issued and outstanding shares of common stock of the Corporation shall not be converted or exchanged but shall be surrendered and canceled, and no membership units of the LLC shall be issued in exchange therefore. The issued and outstanding membership units of the LLC shall not be changed as a result of the merger.
- (c) The Articles of Organization of the surviving entity shall be the Articles of Organization of the LLC prior to the merger.
- (d) The Operating Agreement of the surviving entity shall be the Operating Agreement of the LLC prior to the merger.
- (e) The surviving entity shall be governed by the laws of the State of Florida.