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(City/State/Zip/Phone #)

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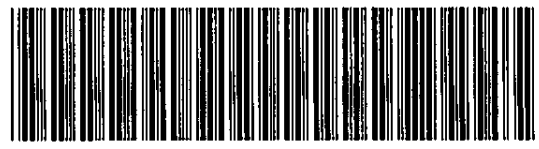
(Business Entity Name)

(Document Number)

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

SEP 18 2015  
D CUSHING

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**Cushing, Diane**

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**From:** Jason P. Rudderman <JRudderman@RTLAW.com>  
**Sent:** Friday, September 18, 2015 9:05 AM  
**To:** Cushing, Diane  
**Cc:** Milligan, Michelle  
**Subject:** RE: Merger - From Jason Rudderman at Rogers Towers  
**Attachments:** TFL II TTSH Merger Documents.pdf

Diane,

Apologies for the delay – we are now ready to file the merger. Attached for filing are the articles of merger and plan of merger to merge TFL II, Inc., a Florida corporation into TTSH, LLC, a Florida limited liability company, with TTSH, LLC to be the surviving entity.

Our account number is 076666002273. You are authorized to charge our account the fees to file the merger. If you would please email me confirmation of filing when available, and confirm receipt of this email, we would appreciate it.

Please let me know if you have any questions or comments.

Thanks very much for your assistance.

Jason

Jason P. Rudderman | Attorney



Rogers Towers, P.A. | 1301 Riverplace Blvd., Suite 1500 | Jacksonville, Florida 32207  
Direct 904.346.5515 | Fax 904.396.0663 | Internal 5515 | [JRudderman@RTLAW.com](mailto:JRudderman@RTLAW.com) | [View Attorney Bio](#) |  
[www.rtlaw.com](http://www.rtlaw.com)

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**Cushing, Diane**

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**From:** Jason P. Rudderman <JRudderman@RTLAW.com>  
**Sent:** Friday, September 18, 2015 11:52 AM  
**To:** Cushing, Diane  
**Subject:** RE: Merger - From Jason Rudderman at Rogers Towers

Thanks, Diane. Let's do a certified copy as well, just to be safe. You are authorized to charge the account for the certified copy.

Jason P. Rudderman | Attorney



Rogers Towers, P.A. | 1301 Riverplace Blvd., Suite 1500 | Jacksonville, Florida 32207  
Direct 904 346 5515 | Fax 904 396 0663 | Internal 5515 | [JRudderman@RTLAW.com](mailto:JRudderman@RTLAW.com) | [View Attorney Bio](#) |  
[www.rtlaw.com](http://www.rtlaw.com)

**ARTICLES OF MERGER  
OF  
TFL II, INC.  
INTO  
TTSH, LLC**

**FILED**  
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TALLAHASSEE, FLORIDA

Pursuant to the provisions of Sections 607.1108 and 607.1109, Florida Statutes, and Sections 605.1022 and 605.1025, Florida Statutes, the undersigned companies adopt the following Articles of Merger for the purpose of merging **TFL II, INC.**, a Florida corporation, into **TTSH, LLC**, a Florida limited liability company.

1. Attached hereto as Exhibit "A" and incorporated herein by reference as fully as if set forth herein verbatim is a copy of the Plan of Merger to effect the merger of **TFL II, INC.** into **TTSH, LLC**. **TTSH, LLC** shall be the surviving limited liability company.

2. The effective date of this merger shall be the date upon which these Articles of Merger are filed with the Florida Secretary of State.

3. The Plan of Merger referred to in Paragraph 1 above was duly approved and adopted in the manner prescribed by the applicable provisions of Chapter 607, Florida Statutes, by the Board of Directors of **TFL II, INC.** and by the Sole Shareholder of **TFL II, INC.** by written consent without a meeting dated September 17, 2015.

4. The Plan of Merger referred to in Paragraph 1 above was duly approved and adopted in the manner prescribed by the applicable provisions of Chapter 605, Florida Statutes, by the Manager of **TTSH, LLC** and by the Sole Member of **TTSH, LLC**, by written consent without a meeting dated September 17, 2015.

5. **TTSH, LLC** agrees to pay to any of its members of any Constituent Company with appraisal rights the amount to which such members are entitled under the provisions of Section 605.1006 and Sections 605.1061-605.1072, Florida Statutes.

IN WITNESS WHEREOF, TFL II, INC. and TTSH, LLC have caused these Articles of Merger to be signed in their company names as of the 18<sup>th</sup> day of September, 2015.

TFL II, INC.

By: [Signature]  
Name: Ronald H. Foster, Jr.  
Its: President

TTSH, LLC

By: [Signature]  
Name: Ronald H. Foster, Jr.  
Its: Manager

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**EXHIBIT "A"**  
**PLAN OF MERGER**  
**(Attached)**

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**PLAN OF MERGER**

This Plan of Merger is a Plan of Liquidation dated as of the 18th day of September, 2015, pursuant to Sections 607.1108 and 605.1022, Florida Statutes, for the merger of **TFL II, INC.**, a Florida corporation into **TTSH, LLC**, a Florida limited liability company. **TTSH, LLC** is to be the surviving limited liability company.

**MERGER PROVISIONS**

In accordance with the provisions of this Plan of Merger, the Florida Business Corporation Act and the Florida Revised Limited Liability Company Act, at the Effective Time (as defined below), **TFL II, INC.** shall be merged into **TTSH, LLC** (the "Merger") and the separate corporate existence of **TFL II, INC.** shall cease and **TTSH, LLC** (the "Surviving Entity") shall continue its limited liability company existence as a Florida limited liability company pursuant to the laws of Florida (**TFL II, INC.** and **TTSH, LLC** are herein collectively referred to as the "Constituent Companies").

1. The Merger shall become effective as of the date upon which Articles of Merger are filed with the Secretary of State of Florida (the "Effective Time").

2. The Surviving Entity shall possess and retain every interest in all assets and property of every description of each of the Constituent Companies. The rights, privileges and immunities, powers, franchises and authority of a public as well as of a private nature of each of the Constituent Companies shall be vested in the Surviving Entity without further act or deed subject, however, to the limitations on the powers of **TTSH, LLC** imposed by its Articles of Organization and Florida law. The title to and any interest in all real and personal property vested in any of the Constituent Companies shall not revert or in any way be impaired by reason of the Merger.

3. All obligations belonging to or due to each of the Constituent Companies shall be vested in the Surviving Entity without further act or deed, and the Surviving Entity shall be liable for all obligations of each of the Constituent Companies existing as of the Effective Time.

4. The Articles of Organization of TTSH, LLC in effect immediately prior to the Effective Time shall continue to be the Articles of Organization of the Surviving Entity.

5. At the Effective Time, by virtue of the Merger and without any action on the part of the parties or otherwise, each issued and outstanding share of TFL II, INC. shall be cancelled without payment of any consideration and without any conversion.

6. The shareholders of TFL II, INC. who dissent from the merger of TFL II, INC. into TTSH, LLC pursuant to Section 607.1320, Florida Statute, may be entitled, if they comply with the provisions of the Florida Business Corporation Act, Chapter 607, Florida Statutes, regarding the rights of dissenting shareholders, to be paid the fair value of their shares.

7. The Surviving Entity agrees to pay to any members of any Constituent Company with appraisal rights the amount to which such members are entitled under the provisions of Section 605.1006 and Sections 605.1061-605.1072, Florida Statutes.

8. The management of the Surviving Entity is vested in its manager. The manager of the Surviving Entity is RHFJR Holdings, LLC, a Florida limited liability company, with an address of 1301 Riverplace Boulevard, Suite 1500, Jacksonville, Florida 32207.

9. This Plan of Merger may be abandoned without approval of the shareholders of TFL II, INC. at any time prior to filing the Articles of Merger. The procedure for abandoning the Plan of Merger shall be the adoption of a resolution to abandon the merger by the board of directors of TFL II, INC. or the sole member of TTSH, LLC followed by written notice to the other entity party to the Merger.

*[Intentionally left blank]*

**CERTIFICATION**

TFL II, INC. hereby certifies that the foregoing Plan of Merger was adopted and approved by the Sole Shareholder and Board of Directors of TFL II, INC. on the 17<sup>th</sup> day of September, 2015.

TFL II, INC.

By: [Signature]  
Name: Ronald H. Foster, Jr.  
Its: President

TTSH, LLC hereby certifies that the foregoing Plan of Merger was adopted and approved by the Sole Manager and Sole Member of TTSH, LLC on the 17<sup>th</sup> day of September, 2015.

TTSH, LLC

By: [Signature]  
Name: Ronald H. Foster, Jr.  
Its: Manager

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