

C15000166444

Florida Department of State
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**MERGER OR SHARE EXCHANGE
AVG INTERMEDIATE HOLDINGS LLC**

Certificate of Status	0
Certified Copy	1
Page Count	03
Estimated Charge	\$108.75

total should be \$130.00:

4 total LLCs at \$25 each, plus \$30 for certified copy.

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Number of Pages: 4 (excluding cover sheet)

SUBJECT: Art. of Merger (FL) - AVG entities into AVGIH (7th batch - FL) (eff. 3.31.23)
(for filing)

DATE: 2/13/2023

TO: FLORIDA DIVISION OF CORPORATIONS

COMPANY: MERGER FILINGS - LLCs

PHONE #: _____

FAX #: (850) 617-6380

FROM: **Brenda K. Holland, Paralegal**
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COMMENTS:

Art. of Merger (FL) - AVG entities into AVGIH (7th batch - FL) (eff. 3.31.23) (for filing)

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ARTICLES OF MERGER FOR FLORIDA LIMITED LIABILITY COMPANY

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

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

Name	Jurisdiction	Florida Document #	Form/Entity Type
<i>See <u>Exhibit "A"</u> attached hereto.</i>		<i>Each merging entity is a Florida LLC. See <u>Exhibit "A"</u> attached hereto</i>	

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

Name	Jurisdiction	Florida Document #	Form/Entity Type
AVG INTERMEDIATE HOLDINGS LLC	Florida	L15000166444	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).

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.

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JACKSONVILLE, FLORIDA

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: March 31, 2023

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:
AVG ENGLISH PLAZA LLC AVG NAVARRE LLC AVG UV BOYNTON LLC	<i>Craig Niebur</i>	By: Craig Niebur, CEO of the sole Member of each merging entity
AVG INTERMEDIATE HOLDINGS LLC	<i>Craig Niebur</i>	By: Craig Niebur, CEO of the sole Member of the surviving entity

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

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TALLAHASSEE, FL
CLERK OF STATE

EXHIBIT "A"
TO ARTICLES OF MERGER
LIST OF FLORIDA MERGING ENTITIES

Name	Jurisdiction	FL DOC#	Form/Entity Type
AVG ENGLISH PLAZA LLC	Florida	L15000166447	LLC
AVG NAVARRE LLC	Florida	L21000227701	LLC
AVG UV BOYNTON LLC	Florida	L21000010497	LLC

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**CLERK OF STATE
TALLAHASSEE, FL**