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Merger
FEB 01 2016

R. WHITE

****Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.****

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**MERGER OR SHARE EXCHANGE
LUMEN CAPITAL LLC**

Certificate of Status	0
Certified Copy	1
Page Count	03
Estimated Charge	\$58.75

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16 JAN 29 PM 4: 27

ARTICLES OF MERGER

SECRETARY OF STATE
TALLAHASSEE FLORIDA

PURSUANT TO THE PROVISIONS of Sections 605.1021, et. seq., *Florida Statutes*, and Sections 34-193, et seq., *Connecticut General Statutes*, these Articles of Merger are entered into and adopted by and between LUMEN CAPITAL LLC, a Florida limited liability company (Florida document number L16000016215), and BRIGHTWATER CAPITAL LLC, a Connecticut limited liability company (Connecticut business ID number 1090628), for the purpose of merging them into one of such entities.

1. The name of the merging party of this merger is Brightwater Capital LLC, a limited liability company existing under the laws of the State of Connecticut (hereinafter "the Connecticut LLC").

2. The name of the surviving party of this merger is Lumen Capital LLC, a limited liability company existing under the laws of the State of Florida (hereinafter "the Florida LLC").

3. The Florida LLC and the Connecticut LLC have adopted a Plan of Merger.

4. The Plan of Merger was duly authorized, adopted and approved by the Florida LLC in accordance with the provisions of Sections 605.1021-605.1026, *Florida Statutes*, and by each member of the Florida LLC who as a result of the merger will have interest holder liability under Section. 605.1023(1)(b), *Florida Statutes*.

5. The Plan of Merger was duly authorized, adopted and approved by the Connecticut LLC in accordance with the provisions of Section 34-194, *Connecticut General Statutes*.

6. A copy of the Plan of Merger is on file at the offices of the surviving Florida LLC at 12 Highpoint Drive, Gulf Breeze, Florida 32561.

7. A copy of the Plan of Merger shall be furnished by the surviving Florida LLC on request and without cost to any person holding an interest in any limited liability company that is a party to the merger.

8. The surviving entity is an existing Florida domestic limited liability company, and no amendments are being made to such surviving entity's organizational documents at the time of the merger.

9. The Florida LLC agrees to pay any members with appraisal rights the amount to which members are entitled under Sections 605.1006 and 605.1061-605.1072, *Florida Statutes*.

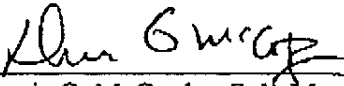
10. In accordance with Section 34-198, *Connecticut General Statutes*, the surviving Florida LLC agrees that it may be served with process in the State of Connecticut in any proceeding for enforcement of any obligation of any limited liability company or other entity that is a party to this merger that was formed under the laws of the State of Connecticut, as well as for enforcement of any obligation of the survivor of the merger and irrevocably appoints the Connecticut Secretary of State as its agent for service of process in any proceeding and directs the Connecticut Secretary of State to mail a copy of the process to the surviving Florida LLC at 12 Highpoint Drive, Gulf Breeze, Florida 32561.

11. The Plan of Merger is effective for accounting purposes and all other purposes on the date these Articles have been properly filed both in the State of Connecticut and in the State of Florida.

[SIGNATURE PAGE FOLLOWS]

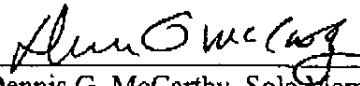
Dated on the dates set forth below.

BRIGHTWATER CAPITAL LLC,
a Connecticut limited liability company

By: 
Dennis G. McCarthy, Sole Member

Date: 1/26/16

LUMEN CAPITAL LLC,
a Florida limited liability company

By: 
Dennis G. McCarthy, Sole Member

Date: 1/26/16

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*[Signature Page for Articles of Merger
between Brighwater Capital LLC and Lumen Capital LLC]*

