

L16000133434

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

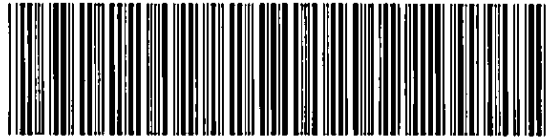
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



700321046257

FILED

2018 NOV 15 AM 10:29

STATE TRO. OF S. INTL.
TALLAHASSEE, FL

NOV 15 2018
TALLAHASSEE, FL
CLERK OF SUPERIOR COURT

NOV 15 PM 1:42

C GOLDEN
NOV 16 2018

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

ACCOUNT NO. : I20000000195

REFERENCE : 490548 7788239

AUTHORIZATION :

COST LIMIT : \$ 50.00

ORDER DATE : November 15, 2018

ORDER TIME : 11:49 AM

ORDER NO. : 490548-010

CUSTOMER NO: 7788239

ARTICLES OF MERGER

UBII LLC

INTO

UBII LLC

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

____ CERTIFIED COPY
XX _____ PLAIN STAMPED COPY

CONTACT PERSON: Emily Croft

EXAMINER'S INITIALS: _____

COVER LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: Ubii LLC
(Name of Surviving Party)

The enclosed Articles of Merger and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Michael J. DeJianne, Esq.
(Contact Person)

DLA Piper LLP (US)
(Firm/Company)

51 John F. Kennedy Parkway, Suite 120
(Address)

Short Hills, New Jersey 07078
(City/State and Zip Code)

michael.dejianne@dlapiper.com
Email Address (to be used for future annual report notifications)

For further information concerning this matter, please call:

Michael J. DeJianne, Esq. at (973) 307-3066
(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, Florida 32301

MAILING ADDRESS:
Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

FILED

ARTICLES OF MERGER

2018 NOV 15 AM 10:29

FOR FLORIDA LIMITED LIABILITY COMPANY

**SECRETARY OF STATE
TALLAHASSEE, FL**

UBH LLC

a Florida limited liability company

INTO

UBH LLC,

a Delaware limited liability company

The following Articles of Merger is submitted to merge the following Florida Limited Liability Company in accordance with section 605.1025 of the Florida Revised Limited Liability Company Act (the "**Florida Statutes**").

FIRST: The name and jurisdiction of the merging party is **UBH LLC**, a Florida limited liability company (the "**Merging Company**").

SECOND: The name and jurisdiction of the surviving party is **UBH LLC**, a Delaware limited liability company ("**Surviving 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 of formation; 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) and whose approval is required.

FOURTH: The Surviving Company agrees to pay any members of any limited liability company with appraisal rights the amount, to which members are entitled under ss.605.1006 and 605.1061-605.1072, Florida Statutes.

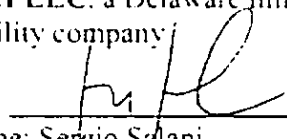
FIFTH: The merger shall become effective on the date these Articles of Merger are filed with the Florida Department of State.

[Signature Page Follows]

IN WITNESS WHEREOF, the undersigned have executed this Articles of Merger on this 13th day of November, 2018.

SURVIVING COMPANY:

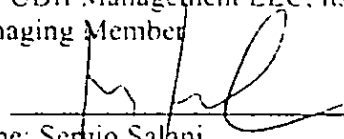
UBH LLC, a Delaware limited liability company

By: 
Name: Sergio Salani
Title: Sole Member and Manager

MERGING COMPANY:

UBH LLC, a Florida limited liability company

By: UBH Management LLC, its Managing Member

By: 
Name: Sergio Salani
Title: Managing Member