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FLORIDA DEPARTMENT OF STATE
Division of Corporations

November 9, 2020

PHILLIP J. MARTIN
MERLINE & MEACHAM, PA
PO BOX 10796
GREENVILLE, SC 29601

SUBJECT: SEARCHCAST LLC
Ref. Number: L16000195011

We have received your document and check(s) totaling \$50.00. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

THERE MUST BE A SIGNATURE FOR EACH PARTY INVOLVED. PLEASE RESUBMIT.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6050.

Susan Tallent
Regulatory Specialist II

Letter Number: 120A00022392

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PROFESSIONAL ASSOCIATION

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* CERTIFIED SPECIALIST – ESTATE
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▲ OF COUNSEL

DAVID A. MERLINE, Founder
1934-2015

December 31, 2020

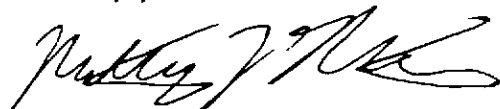
Amendment Section
Division of Corporations
PO Box 6327
Tallahassee, FL 32314

Re: Merger of Seacheast LLC (FL) into Seacheast LLC (S.C.)

Dear Sir or Madam:

This letter is in response to the Florida Department of State's letter dated November 9, 2020, a copy of which is enclosed. Also enclosed please find corrected Articles of Merger and the Plan of Merger for the above-referenced merger. It is my understanding that the Florida Department of State retained the filing fee previously submitted. Please let me know if this is incorrect or if you need any additional information to file the enclosed documents.

Sincerely yours,



Phillip J. Martin

PJM/wvm
Enclosures

COVER LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: Searchcast 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:

Phillip J. Martin

Contact Person

Merline & Meacham, PA

Firm/Company

PO Box 10796

Address

Greenville, SC 29601

City, State and Zip Code

pmartin@merlineandmeacham.com

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

For further information concerning this matter, please call:

Phillip J. Martin

at (864) 242-4080

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

**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:

Name	Jurisdiction	Form/Entity Type
Searchcast LLC	Florida	LLC L16000195011
Searchcast LLC	South Carolina	LLC

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>
Searchcast LLC	South Carolina	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).

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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 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:

120 Quiet Creek Court

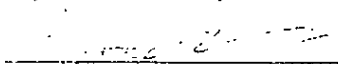
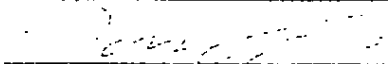
Simpsonville, SC 29681

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:
Searchcast LLC (FL)		David Santacroce
Searchcast LLC (SC)		David Santacroce

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
OF
SEARCHCAST LLC

(1) Searchcast LLC ("FL LLC"), a Florida limited liability company, will be merged with Searchcast LLC ("SC LLC"), a South Carolina limited liability company.

(2) FL LLC is organized under the laws of the State of Florida.

(3) SC LLC is organized under the laws of the State of South Carolina.

(4) The terms, conditions, manner and basis for merging the interests in FL LLC with the membership interests in SC LLC are as follows:

(a) FL LLC and SC LLC shall be merged together pursuant to the laws of the State of South Carolina and the State of Florida.

(b) The merger shall be effective July 1, 2020.

(c) Because the sole member of FL LLC and is also the sole member of SC LLC and the merger is for administrative purposes only, the sole member of Searchcast LLC will own the same percentage interest in the merged company as such member previously owned in both companies prior to the merger.

(d) The member will not receive cash or any other property in the merger.

(e) As the within-described merger is for administrative purposes only and no other changes are being made to Searchcast LLC, Searchcast LLC shall retain its employer identification number.

(5) The street address of the principal place of business of Searchcast LLC shall be:

120 Quiet Creek Court
Simpsonville, SC 29681

(6) On the effective date of the merger, the sole Member shall execute a new operating agreement for Searchcast LLC.

(7) The undersigned are all of the members of FL LLC and SC LLC, and by their signatures below said members indicate their unanimous consent to the adoption of this Plan of Merger and the merger contemplated herein.

This Plan of Merger was duly approved the 1st day of July, 2020.

SEARCHCAST LLC (a Florida limited liability company)

By: 

David Santacroce, Sole Member

SEARCHCAST LLC (a South Carolina limited liability company)

By: 

David Santacroce, Sole Member