

L16000233764

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

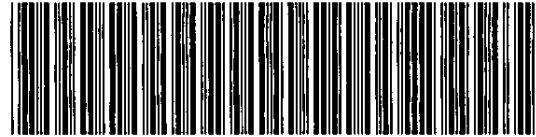
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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12/15/16--01020--013 **55.00

effective date 12/31/16

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46 DEC 30 PM 1:49
SECRETARY OF STATE
TALLAHASSEE, FL 32399

COVER LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: WORLDWIDE HOME PRODUCTS 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:

BEATRIX BONG

Contact Person

TIMOTHY P. FISHER, ESQ., P.C.

Firm/Company

800 THIRD AVE, FL 25

Address

NEW YORK, NY 10022

City, State and Zip Code

BOBD@WWHPINC.COM

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

For further information concerning this matter, please call:

BEATRIX BONG

at (212) 683-4224

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

CR2E080 (2/14)

FILED
16 DEC 30 PM 1:49
TALLAHASSEE, FL 32301
SECRETARY OF STATE

TIMOTHY P. FISHER, ESQ., P.C.
800 THIRD AVE., 25TH FLOOR
NEW YORK, NY 10022-7604

Timothy P. Fisher, Esq.
tfisher@tfisherlaw.com
Tel: (212) 683-4224
Fax: (212) 683-2184

Jill A. Kupferberg, Esq.
jkupferberg@tfisherlaw.com
Tel: (212) 223-3905
Fax: (212) 683-2184

December 27, 2016

VIA FEDERAL EXPRESS

Registration Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

- Re: (1) Worldwide Home Products LLC (NY LLC, M15000008973)—Withdrawal of Certificate of Authority
(2) Worldwide Home Products LLC—Formation of New FL LLC and Merger

To Division of Corporations:

Enclosed are:

- A. Rejection letter dated 12/20/2016 from your office;
- B. Our prior submission cover letter dated 12/13/2016;

Registration Section

Withdrawal of Authority of NY LLC, M15000008973 (effective 12/31/2016)

- 1. Notice of Withdrawal of Certificate of Authority:
 - a. Notice of Withdrawal;
 - b. \$55.00 for filing fee and certified copy fee.

Formation of FL LLC (effective 12/31/2016) W16000084820

- 2. Articles of Organization for Florida Limited Liability Company (resubmission):
 - a. Articles of Organization (2 copies) (previously submitted);
 - b. Consent to Use Name (previously submitted);
 - c. \$155.00 for filing fee and certified copy fee (previously submitted).

Amendment Section

Merger of FL LLC and NY LLC into FL LLC (effective 12/31/2016)

- 3. Articles of Merger for Florida Limited Liability Company (resubmission):
 - a. Articles of Merger (2 copies) (previously submitted);
 - b. \$55.00 for filing fee and certified copy fee (previously submitted).

TIMOTHY P. FISHER, ESQ., P.C.

Timothy P. Fisher, Esq.

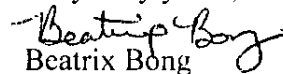
Jill A. Kupferberg, Esq.

This office represents Worldwide Home Products LLC, a New York limited liability company qualified in Florida (M15000008973) (the "NY LLC"). The members of the NY LLC wish to create a new Florida LLC called Worldwide Home Products LLC, to be effective as of December 31, 2016 (the "New FL LLC"). So that the New FL LLC can use the name "Worldwide Home Products LLC," the NY LLC withdraws its FL certificate of authority effective as of December 31, 2016. (In any case, the NY LLC and its members consent to use of the name "Worldwide Home Products LLC" by the New FL LLC (see enclosed consent).)

The members of the NY LLC and of the New FL LLC also wish to merge the two LLCs, with the New FL LLC being the surviving entity, to be effective as of December 31, 2016.

Please process the enclosed documents and contact me if you have any questions.

Very truly yours,


Beatrix Bong

Enclosures



FLORIDA DEPARTMENT OF STATE
Division of Corporations

December 21, 2016

BEATRIX BONG
800 THIRD AVE FL 25
NEW YORK, FL 10022

SUBJECT: WORLDWIDE HOME PRODUCTS LLC
Ref. Number: M15000008973

We have received your document for WORLDWIDE HOME PRODUCTS LLC and your check(s) totaling \$55.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Our records indicate that the surviving entity is not yet registered as a Florida limited liability company. Before articles of merger can be completed, the Florida limited liability company must be registered in our database. Also, the fee to file articles of organization for a Florida limited liability company is \$125.00. Please find enclosed, the articles of organization for a Florida limited liability company. You may submit this form and fee along with the articles of merger, and we will file them simultaneously.

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.

Rebekah White
Regulatory Specialist II

Letter Number: 316A00027085

**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:

<u>Name</u>	<u>Jurisdiction</u>	<u>Form/Entity Type</u>
WORLDWIDE HOME PRODUCTS LLC	NEW YORK	LLC
WORLDWIDE HOME PRODUCTS LLC	FLORIDA	LLC

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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>
WORLDWIDE HOME PRODUCTS LLC	FLORIDA	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:

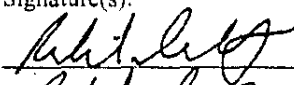
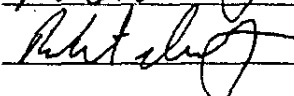
FIFTH: This entity agrees to pay any members with appraisal rights the amount, to which members are entitled under ss.605.1006 and 605.1061-605.1072, F.S.

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:

DECEMBER 31, 2016

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:
WORLDWIDE HOME PRODUCTS LLC		ROBERT DOHERTY
WORLDWIDE HOME PRODUCTS LLC		ROBERT DOHERTY
_____	_____	_____
_____	_____	_____

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	Certified Copy (optional):	\$30.00