

L17000040204

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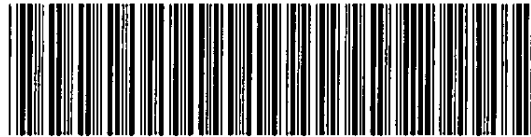
(Business Entity Name)

(Document Number)

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Date:

3-23-17

Name:	FLORIDA THOMAS FUCHS
Document #:	CREATIVE LLC
Order #:	maggie

Certified Copy of Arts & Amend:				
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Amount: \$ 50.00

Thank you!

ARTICLES OF MERGER
OF
THOMAS FUCHS CREATIVE, LLC,
a New Jersey limited liability company,
WITH AND INTO
TFC MERGER CO., LLC.
a Florida limited liability company

FILED
SECRETARY OF STATE
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17 MAR 23 PM 4:46

Pursuant to the provisions of Section 605.1025 of the Florida Revised Limited Liability Company Act ("Florida Act"), Thomas Fuchs Creative, LLC, a New Jersey limited liability company, and TFC Merger Co., LLC, a Florida limited liability company, do hereby adopt and submit the following Articles of Merger:

1. The name, form/entity type, and jurisdiction for the merging party is as follows: Thomas Fuchs Creative, LLC, a New Jersey limited liability company (the "Merging Company").
2. The name, form/entity type, and jurisdiction for the surviving party is as follows: TFC Merger Co., LLC, a Florida limited liability company (the "Surviving Entity").
3. The Merging Company is hereby merged with and into the Surviving Entity and the separate existence of the Merging Company shall cease (the "Merger"). The Surviving Entity is the surviving entity in the Merger.
4. The Merger was unanimously approved by (i) the Surviving Entity in accordance with Sections 605.1021-605.1026 of the Florida Act, (ii) by the Merging Company in accordance with the laws of New Jersey, and (iii) each member of such limited liability companies who as a result of the Merger will have interest holder liability under Section 605.1023(1)(b).
5. The Surviving Entity existed before the Merger and is a domestic filing entity. The amendment to the Surviving Entity's Articles of Organization is set forth in Exhibit "A" attached hereto.
6. The Surviving Entity agrees to pay any members with appraisal rights the amount, to which members are entitled under Sections 605.1006 and 605.1061-605.1072 of the Florida Act.
7. The Merger shall become effective upon the filing of these Articles of Merger with the Florida Department of State.

The parties have caused these Articles of Merger to be executed as of February 27, 2017.

MERGING COMPANY:

THOMAS FUCHS CREATIVE, LLC. a
New Jersey limited liability company

By: 

Name: Thomas Fuchs

Title: Managing Member

SURVIVING ENTITY:

TFC MERGER CO., LLC, a Florida limited
liability company

By: 

Name: Michou Mahtani

Title: Manager

EXHIBIT "A"
AMENDMENT TO ARTICLES OF ORGANIZATION

(See Attached)

ARTICLES OF AMENDMENT
TO THE
ARTICLES OF ORGANIZATION
OF
TFC MERGER CO., LLC

Pursuant to the provisions of Section 605.0202 and 605.1025(2)(d) of the Florida Revised Limited Liability Company Act, TFC MERGER CO., LLC, a Florida limited liability company (the "Company"), adopts the following Articles of Amendment to its Articles of Organization:

ARTICLE I

NAME

The name of the Company is: TFC MERGER CO., LLC

ARTICLE II

DATE OF FILING

The Articles of Organization of the Company were filed on February 20, 2017 and assigned Florida document number L17000040204.

ARTICLE III

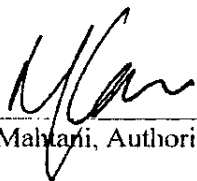
AMENDMENT

The text of the amendment to the Company's Articles of Organization, as amended, is as follows:

A. Article I of the Company's Articles of Organization is hereby deleted in its entirety and replaced with the following:

"The name of the Limited Liability Company is: THOMAS FUCHS CREATIVE, LLC"

IN WITNESS WHEREOF, these Articles of Amendment to the Company's Articles of Organization have been executed by an authorized representative of a member of the Company as of the 27 day of February, 2017.



Michou Maltani, Authorized Representative

New Jersey Division of Revenue & Enterprise Services
Certificate of Merger/Consolidation
(Limited Liability Co.'s, Limited Partnerships & Partnerships)

FILED

MAR 20 2017

STATE TREASURER**To file electronically:**

1. Enter the information requested below and sign by typing your name in the signature field. The form can only be filled in using the free Adobe Acrobat Reader 9.1 or greater. (See the pages following this form for field by field instructions, and notes on delivery and processing of work requests.)
2. Click the "Add Attachments" button to add attachments if required (Check the field by field instructions to see if you must include an attachment(s)).
3. After the form has been filled in properly, please save a copy to your computer so that you can upload the form to the State of New Jersey Division of Revenue & Enterprise Services Central Forms Repository Web application by following the instructions in the next step.
4. Click the "Open the Central Forms Repository Home Page to start the Form Submission Process" button at the bottom of the form.
 (This action will launch the State of New Jersey Division of Revenue & Enterprise Services Central Forms Repository Web application. If you have not created an account in the application, you will need to do so before using the online Web application. Once your account is created, please login to the application and follow the instructions for submitting your form and payment online.)

This form may be used to record the merger or consolidation of a limited liability company, limited partnership or partnership with or into another business entity or entities, pursuant to NJSA 42. Applicants must insure strict compliance with the requirements of State law and insure that all filing requirements are met. This form is intended to simplify filing with the New Jersey State Treasurer. Applicants are advised to seek out private legal advice before submitting filings to the State Treasurer's office.

1. Type of Filing (check one): ☒ Merger ☐ Consolidation
2. Name of Surviving Business Entity: TFC MERGER CO., LLC
3. Address of the Surviving Business Entity: 1541 BRICKELL AVE., APT. 3401, MIAMI, FL 33129
4. Name(s)/Jurisdiction(s) of All Participating Business Entities:

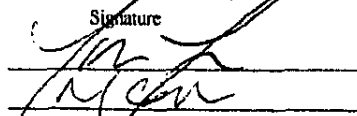
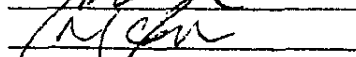
Name	Jurisdiction	Identification # Assigned by Treasurer (if applicable)
THOMAS FUCHS CREATIVE LLC	NEW JERSEY	0400414993
TFC MERGER CO., LLC	FLORIDA	
5. Service of Process Address (For use if the surviving business entity is not authorized or registered by the State Treasurer): 1541 BRICKELL AVE., APT. 3401, MIAMI, FL 33129

The surviving business entity agrees that it may be served with process in this State in any action, suit or proceeding for the enforcement of any obligation of a merging or consolidating LLC, LP or partnership. The Treasurer is hereby appointed as agent to accept service of process in any such action, suit, or proceeding which shall be forwarded to the Surviving Business Entity at the Service of Process address stated above.

6. Effective Date (see instructions):

The undersigned represent(s) that the agreement of merger/consolidation is on file at the place of business of the surviving business entity and that an agreement of merger/consolidation has been approved and executed by each business entity involved. Additionally, a copy of the merger/consolidation agreement has been or shall be furnished by the surviving entity to any member or any person having an interest.

The undersigned also represent(s) that they are authorized to sign on behalf of the surviving business entity.

Signature	Name	Title	Date
	THOMAS FUCHS	MANAGER	3-14-17
	MICHOU MAHTANI	MANAGER	3-14-17

Add Attachments

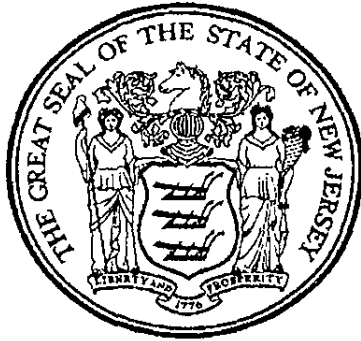
Open the Central Forms Repository Home Page to start the Form Submission Process

****Important Notes --**New Jersey law prohibits domestic LLCs, LPs and partnerships from merging/consolidating with another business entity, if authority for such merger/consolidation is not granted under the laws of the jurisdiction under which the other business entity was organized. Also, a merger/consolidation certificate may be filed pursuant to Title 42, 42:2A or 42:2B only if the surviving or resulting business entity is a limited partnership, limited liability company or partnership. Also, at least one participating business entity must be a limited partnership or limited liability company. If a for-profit domestic or foreign corporation participates or is the survivor, file the merger/consolidation pursuant to Title 14A. Title 15A corporations are not authorized to participate in mergers/consolidations involving LPs, LLCs, partnerships and for-profit corporations.

STATE OF NEW JERSEY
DEPARTMENT OF TREASURY
FILING CERTIFICATION (CERTIFIED COPY)
0400414993

THOMAS FUCHS CREATIVE LLC

*I, the Treasurer of the State of New Jersey,
do hereby certify, that the above named business
did file and record in this department the below
listed document(s) and that the foregoing is a
true copy of the
Certificate of Merger
Filed in this Office
March 20th, 2017
as the same is taken from and compared with the
original(s) filed in this office on the date set
forth on each instrument and now remaining on file
and of record in my office.*



Certificate Number: 139475250

Verify this certificate online at

https://www1.state.nj.us/TYTR_StandingCert/JSP/Verify_Cert.jsp

*IN TESTIMONY WHEREOF, I have
hereunto set my hand and affixed
my Official Seal at Trenton, this
21st day of March, 2017*

A handwritten signature in cursive script, reading "Ford M. Scudder".

Ford M Scudder
State Treasurer