

L17000170170

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

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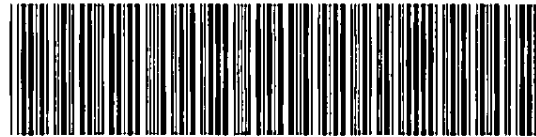
(Business Entity Name)

(Document Number)

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2019 FEB -4 AM 9:36

SECRETARY OF STATE  
TALLAHASSEE, FL

*Morgan*

02-05-19

DC



FLORIDA DEPARTMENT OF STATE  
Division of Corporations

January 12, 2019

TARAZ N. DARABI  
LOTE GROUP, LLC  
4140 NW 37TH PLACE, SUITE A  
GAINESVILLE, FL 32606

SUBJECT: LOTE GROUP, LLC  
Ref. Number: L17000170170

We have received your document and check(s) totaling \$75.00. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

As a condition of a merger, pursuant to s.605.0212(8), Florida Statutes, each party to the merger must be active and current in filing its annual reports with the Department of State through December 31 of the calendar year in which the articles of merger are submitted for filing.

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.

Darlene Connell  
Regulatory Specialist II Supervisor

Letter Number: 719A00000927

RECEIVED

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SECRETARY OF STATE  
TALLAHASSEE, FL

**COVER LETTER**

**TO:** Amendment Section  
Division of Corporations

**SUBJECT:** Lote Group, 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:

Taraz N. Darabi

\_\_\_\_\_  
Contact Person

Lote Group, LLC

\_\_\_\_\_  
Firm/Company

4140 NW 37th Place, Suite A

\_\_\_\_\_  
Address

Gainesville, Florida 32606

\_\_\_\_\_  
City, State and Zip Code

taraz@lotegroup.com

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

For further information concerning this matter, please call:

Taraz N. Darabi

nt (352) 514-9468

\_\_\_\_\_  
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)

**ARTICLES OF MERGER  
FOR  
FLORIDA LIMITED LIABILITY COMPANY**

**FILED**  
2019 FEB -4 AM 9:36  
SECRETARY OF STATE  
TALLAHASSEE, FL

The following Articles of Merger is submitted to merge the following Florida Limited Liability Companies in accordance with Section 605.1025, Florida Statutes.

**ARTICLE I - MERGING ENTITIES**

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>
Newtinseltown, LLC	Florida	Limited Liability Company
FTD Enterprise Holdings, LLC	Florida	Limited Liability Company

**ARTICLE II - SURVIVING ENTITY**

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>
Lote Group, LLC	Florida	Limited Liability Company

**ARTICLE III - APPROVAL OF MERGER**

The merger was approved: (a) by each domestic merging entity that is a limited liability company in accordance with Sections 605.1021 – 605.1026, Florida Statutes; (b) by each other merging entity, if any, in accordance with the law of its jurisdiction of formation; and (c) by each member of such limited liability company who, as a result of the merger, will have interest holder liability under Section 605.1023(1)(b), Florida Statutes, and whose approval is required.

**ARTICLE IV - ORGANIC RECORD**

The surviving entity, Lote Group, LLC, exists before the merger and is a domestic filing entity. If there are any amendments to Lote Group, LLC's public organic record approved as part of the plan of merger, such amendments are attached.

### **ARTICLE V - APPRAISAL RIGHTS**

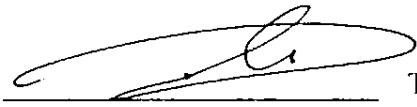

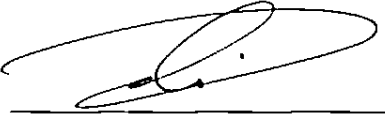
The surviving entity, Lote Group, LLC, agrees to pay any members with appraisal rights the amount to which such members are entitled under Section 605.1006, Florida Statutes, and Sections 605.1061 – 605.1072, Florida Statutes.

### **ARTICLE VI - EFFECTIVE DATE OF MERGER**

The effective date of the merger shall be January 1, 2019.

Signed this 28 day of December, 2018.

Signatures for Each Party:

<u>Name of Entity / Organization</u>	<u>Signatures</u>	<u>Typed Name of Individual</u>
<b>Newtinseltown, LLC</b> <i>(merging entity)</i>		Taraz N. Darabi, Manager
<b>FTD Enterprise Holdings, LLC</b> <i>(merging entity)</i>		Taraz N. Darabi, Manager
<b>Lote Group, LLC</b> <i>(surviving entity)</i>		Taraz N. Darabi, Authorized Person