

L17000207549

(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:

J. HORNE

JAN - 8 2023

Office Use Only



100420010561

12/08/23--01018--016 \*\*50.00

FILED  
23 DEC -8 AM 9:27  
HALL COUNTY CLERK  
HALL COUNTY, FLORIDA

**MERLINE & MEACHAM**  
PROFESSIONAL ASSOCIATION  
ATTORNEYS AT LAW

DAVID A. MERLINE, JR. \*\*  
KEITH G. MEACHAM \*\*  
ROBERT E. AUGUST \*\*  
MARIE MONROE  
DOUGLAS B. O'NEAL \*\*  
W. VERNE MCGOUGH, JR. \*\*  
ANDREW D. MERLINE  
PHILLIP J. MARTIN  
JONATHAN R. COLAO  
DAVID M. THOMPSON  
MICHELLE H. KING  
J. AARON NELSON, JR. + ▲

812 EAST NORTH STREET  
POST OFFICE BOX 10796  
GREENVILLE, SOUTH CAROLINA 29603

TELEPHONE 864-242-4080  
TELEFAX 864-242-5758

WWW.MERLINEANDMEACHAM.COM

\* CERTIFIED SPECIALIST – TAXATION LAW

+ CERTIFIED SPECIALIST – ESTATE  
PLANNING & PROBATE LAW

▲ OF COUNSEL

DAVID A. MERLINE, Founder  
1934-2015

December 7, 2023

Amendment Section  
Division of Corporations  
The Centre of Tallahassee  
2415 N. Monroe Street, Suite 810  
Tallahassee, FL 32303

FEDERAL EXPRESS  
850-245-6050

Re: The Resseguie Group, LLC

Dear Sir or Madam:

Enclosed please find for filing the following documents for the above referenced LLC:

1. Cover Letter;
2. Articles of Merger;
3. Plan Merger; and
4. Check in the amount of \$50.00 for the filing fee.

Please let me know if you have any questions or need any additional information.

Sincerely yours,



Andrew D. Merline

ADM/pjm  
Enclosures

**COVER LETTER**

**TO:** Amendment Section  
Division of Corporations

**SUBJECT:** The Resseguie 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:

Andrew D. Merline

Contact Person

Merline & Meacham, PA

Firm/Company

PO Box 10796

Address

Greenville, SC 29603

City, State and Zip Code

amerline@merlineandmeacham.com

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

For further information concerning this matter, please call:

Andrew D. Merline 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

Company(ies) in accordance

**FIRST:** The exact name, form/entity type, and jurisdiction for each merging party are as follows:

**SECOND:** The exact name, form/entity type, and jurisdiction of the surviving party are as follows:

**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:

440 N. Southerlin Road

Taylors, SC 29687

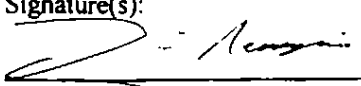
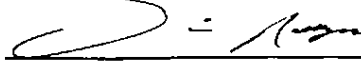
**FIFTH:** This entity agrees to pay any members with appraisal rights the amount, to which members are entitled under ss.605.1006 and 605.1061-605.1072, F.S.

**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, 2023

**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:
<u>The Resseguie Group, LLC (FL)</u>		<u>DAVID RESSEGUIE</u>
<u>The Resseguie Group, LLC (SC)</u>		<u>DAVID RESSEGUIE</u>
<u> </u>	<u> </u>	<u> </u>
<u> </u>	<u> </u>	<u> </u>

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

<b>Fees:</b>	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	<b><u>Certified Copy (optional):</u></b>	\$30.00

**PLAN OF MERGER  
OF  
THE RESSEGUIE GROUP, LLC**

(1) THE RESSEGUIE GROUP, LLC ("FL LLC"), a Florida limited liability company, will be merged with THE RESSEGUIE GROUP, 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, and SC LLC shall be the surviving entity.

(b) The merger shall be effective December 31, 2023.

(c) Because the sole member of FL LLC is also the sole member of SC LLC and the merger is for administrative purposes only, the sole member of The Resseguie Group, 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 The Resseguie Group, LLC, The Resseguie Group, LLC shall retain its employer identification number. The parties intend that the merger will constitute a tax-free reorganization under Section 368(a)(1)(F) of the Internal Revenue Code of 1986, as amended, and that this Plan of Merger constitutes a plan of reorganization within the meaning of the regulations thereunder.

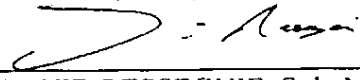
(5) The street address of the principal place of business of The Resseguie Group, LLC shall be: 440 N. Southerlin Road, Taylors, SC 29687

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

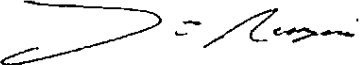
(7) The undersigned are all of the members of FL LLC and SC LLC, and by their signatures below said members indicate their unanimous consent to the adoption of this Plan of Merger and the merger contemplated herein.

This Plan of Merger was duly approved the 31<sup>st</sup> day of December 2023.

THE RESSEGUIE GROUP, LLC (a Florida  
limited liability company)

By:   
\_\_\_\_\_  
DAVID RESSEGUIE, Sole Member

THE RESSEGUIE GROUP, LLC (a South  
Carolina limited liability company)

By:   
\_\_\_\_\_  
DAVID RESSEGUIE, Sole Member

**MERLINE & MEACHAM**  
**PROFESSIONAL ASSOCIATION**  
**ATTORNEYS AT LAW**

DAVID A. MERLINE, JR. \*+  
KEITH G. MEACHAM \*+  
ROBERT E. AUGUST \*+  
MARIE MONROE  
DOUGLAS B. O'NEAL \*+  
W. VERNE MCGOUGH, JR. \*+  
ANDREW D. MERLINE  
PHILLIP J. MARTIN  
JONATHAN R. COLAO  
DAVID M. THOMPSON  
MICHELLE H. KING  
J. AARON NELSON, JR. +▲

812 EAST NORTH STREET  
POST OFFICE BOX 10796  
GREENVILLE, SOUTH CAROLINA 29603  
  
TELEPHONE 864-242-4080  
TELEFAX 864-242-5758  
  
WWW.MERLINEANDMEACHAM.COM

\* CERTIFIED SPECIALIST – TAXATION LAW  
+ CERTIFIED SPECIALIST – ESTATE  
PLANNING & PROBATE LAW  
▲ OF COUNSEL  
  
DAVID A. MERLINE, Founder  
1934-2015

December 7, 2023

Amendment Section  
Division of Corporations  
The Centre of Tallahassee  
2415 N. Monroe Street, Suite 810  
Tallahassee, FL 32303

FEDERAL EXPRESS  
850-245-6050

Re: The Resseguie Group, LLC

Dear Sir or Madam:

Enclosed please find for filing the following documents for the above referenced LLC:

1. Cover Letter;
2. Articles of Merger;
3. Plan Merger; and
4. Check in the amount of \$50.00 for the filing fee.

Please let me know if you have any questions or need any additional information.

Sincerely yours,



Andrew D. Merline

ADM/pjm  
Enclosures



**COVER LETTER**

**TO:** Amendment Section  
Division of Corporations

**SUBJECT:** The Resseguie 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:

Andrew D. Merline

Contact Person

Merline & Meacham, PA

Firm/Company

PO Box 10796

Address

Greenville, SC 29603

City, State and Zip Code

amerline@merlineandmeacham.com

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

For further information concerning this matter, please call:

Andrew D. Merline 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.

FILED  
23 DEC -8 AM 9:28  
CLERK OF CIRCUIT COURT  
JACKSONVILLE, FLORIDA

**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>
<u>The Resseguie Group, LLC</u>	<u>Florida</u>	<u>LLC</u>
<u>The Resseguie Group, LLC</u>	<u>South Carolina</u>	<u>LLC</u>
<u> </u>	<u> </u>	<u> </u>
<u> </u>	<u> </u>	<u> </u>

**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>
<u>The Resseguie Group, LLC</u>	<u>South Carolina</u>	<u>LLC</u>

**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:

440 N. Southerlin Road

Taylors, SC 29687

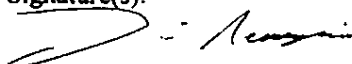
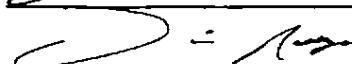
**FIFTH:** This entity agrees to pay any members with appraisal rights the amount, to which members are entitled under ss.605.1006 and 605.1061-605.1072, F.S.

**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, 2023

**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:
The Resseguie Group, LLC (FL)		DAVID RESSEGUIE
The Resseguie Group, LLC (SC)		DAVID RESSEGUIE

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

<b>Fees:</b>	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	<b>Certified Copy (optional):</b>	\$30.00

**PLAN OF MERGER  
OF  
THE RESSEGUIE GROUP, LLC**

(1) THE RESSEGUIE GROUP, LLC ("FL LLC"), a Florida limited liability company, will be merged with THE RESSEGUIE GROUP, 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, and SC LLC shall be the surviving entity.

(b) The merger shall be effective December 31, 2023.

(c) Because the sole member of FL LLC is also the sole member of SC LLC and the merger is for administrative purposes only, the sole member of The Resseguie Group, 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 The Resseguie Group, LLC, The Resseguie Group, LLC shall retain its employer identification number. The parties intend that the merger will constitute a tax-free reorganization under Section 368(a)(1)(F) of the Internal Revenue Code of 1986, as amended, and that this Plan of Merger constitutes a plan of reorganization within the meaning of the regulations thereunder.


(5) The street address of the principal place of business of The Resseguie Group, LLC shall be: 440 N. Southerlin Road, Taylors, SC 29687

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

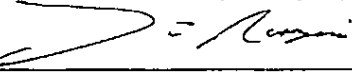
(7) The undersigned are all of the members of FL LLC and SC LLC, and by their signatures below said members indicate their unanimous consent to the adoption of this Plan of Merger and the merger contemplated herein.

This Plan of Merger was duly approved the 31<sup>st</sup> day of December 2023.

THE RESSEGUIE GROUP, LLC (a Florida  
limited liability company)

By:   
\_\_\_\_\_  
DAVID RESSEGUIE, Sole Member

THE RESSEGUIE GROUP, LLC (a South  
Carolina limited liability company)

By:   
\_\_\_\_\_  
DAVID RESSEGUIE, Sole Member