Florida Department of State

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To:

Division of Corporations

Fax Number : (850)617-6380

From:

Account Name : SMITH, GAMBRELL & RUSSELL LLP

Account Number: I20020000143 : (404)815-3538 Fax Number : (404)815-3509

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MERGER OR SHARE EXCHANGE

MSG Annapolis, L.L.C.

Certificate of Status	0
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Page Count	03
Estimated Charge	\$50.00

OCT 1 5 2018 Help O WONAIR

ARTICLES OF MERGER

OF.

MSG ANNAPOLIS, LLC, a Maryland limited liability company

INTO

MSG ANNAPOLIS, L.U.C. a Florida limited liability company:

Pursuant to the provisions of Section 605:1025, Florida Revised Limited Liability. Company Act, the undersigned limited liability companies certify as follows:

FIRST: The names of the entitles that are parties to the merger are MSG Armapolis, LLC, a Maryland limited liability company ("MSG MD"), and MSG Annapolis, L.L.C. a Florida limited liability company ("MSG FL").

SECOND:

MSG.FL shall be the surviving entity.

The Plan of Merger (the Plan of Merger"), attached hereto as Exhibit A. THIRD: was approved by the sole member and sole manager of each of MSG MO and MSG FL, in accordance with §605.1023, Florida Revised Limited Liability Company Act, and by \$4A-702 of the Maryland Code.

FOURTH: The merger shall become effective at 11:59 p.m. Eastern Standard Time OCT

MSG FL agrees to pay to its members with appraisal rights the amount to which such members are entitled pursuant to and in accordance §§ 605.1006 and 605.1061-605.1072, Florida Statutes.

DATED:

MSG ANNAPOLIS, LLC,

a Maryland limited liability company

Brad Chasteen

Manager:

MSG ANNAPOLIS, L.L.C.

a Florida.limited liability company

By: Brad Chasteen

Manager

PLAN OF MERGER

OF

MSG ANNAPOLIS, LLC. (a Maryland limited liability company)

INTO

MSG ANNAPOLIS, L.L.C. (a Florida limited liability company)

This PLAN OF MERGER dated DCN & 2018 (the "Effective Date") is made by and between MSG Annapolis, LUC, a Maryland limited liability company ("MSG MD"), and MSG Annapolis, LUC, a Florida limited liability company ("MSG FL").

WHEREAS: the sole manager and sole member of MSG FL and MSG MD deems it advisable and in the best interest of MSG FL and MSG MD to merge MSG MD with and into MSG FL with MSG FL designated as the surviving company.

NOW, THEREFORE, in consideration of the premises and of the mutual agreements contained herein, the parties agree to the following plan of merger:

- 1. MSG FL and MSG MD shall be merged with and into a single company, with MSG FL being the surviving company from and after the effective time of the merger, and thereupon the separate existence of MSG-MD-shall cease.
- 2. The Articles of Organization of MSG FL shall continue to be the Articles of Organization of the surviving company until amended as therein provided.
- 3: The Operating Agreement of MSG FL shall continue to be the Operating Agreement of the surviving company until changed, altered or smended as therein provided.
- 4. The following individual shall serve as manager of MSG FL from and after the effective time of the merger both his death, resignation or removal:

Brad Chasteen

- 5. From and after the Effective Date, each ownership interest of MSG MD immediately prior to the Effective Date shall be cancelled, and each issued and outstanding ownership interest of MSG FL immediately prior to the Effective Date shall remain outstanding.
- 6. The merger herein provided for may be amended or abandoned at any time prior to the filling of the Articles of Merger with the Secretary of State of the State of Florida and the filling of the Articles of Merger with the Secretary of State of Maryland, upon a majority vote of the manager of MSG FL and MSG MD.
- & Pursuant to the Florida Revised Limited Liability Company Act, this Plan of Merger has been approved by resolutions duly adopted by the sole manager and sole member of MSG FL and MSG MD:

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IN WITNESS WHEREOF, the undersigned has set his hand as of the date first written above.

MSG ANNAPOLIS, LLC,

a Maryland limited liability company.

Brad Chasteen Manager

MSG ANNAPOLIS, L.L.C. a Florida limited liability company

Brad Chasteen Manager