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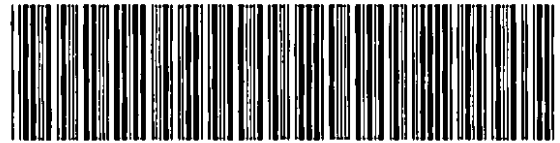
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2018 SEP 26 AM 10:47

SECRETARY OF STATE
TALLAHASSEE, FL

Merger

R. WHITE

OCT 2 - 2018

ROYSTON

ROYSTON, MUELLER, McLEAN & REID, LLP

S. Adam Scharff, Esquire
ascharff@rmmr.com

The Royston Building
Suite 600
102 West Pennsylvania Avenue
Towson, Maryland 21204-4575

Tel: 410.823.1800
Fax: 410.828.7856
www.rmmr.com

September 21, 2018

Via Certified Mail

Department of State
Division of Corporations
Corporate Filings
P.O. Box 6327
Tallahassee, Florida 32314

Re: Pendare Strategy Partners, LLC
Document Number L18000051296

Dear Sir or Madam:

This letter and the enclosed documents concern the merger of two (2) limited liability companies. Pendare Strategy Partners, LLC, a Maryland limited liability company, is being merged with Pendare Strategy Partners, LLC, a Florida limited liability company. The Florida entity is the surviving entity.

Enclosed, please find the following documents to accomplish this merger:

- 1) Florida Division of Corporations form Cover Letter; and
- 2) Articles of Merger.

I have also enclosed a check in the amount of Eighty Dollars (\$80.00) as payment for the filing fee and the certified copy fee. Please mail the certified copy to me at the address set forth on the enclosed cover letter.

If you have any questions, please contact me. Thank you for your attention to this matter.

Sincerely,



S. Adam Scharff

SAS

Enclosures

cc: Ms. Marjorie Baldwin (via email w/encls.)

COVER LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: Pendare Strategy Partners, 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:

S. Adam Scharff, Esq.

Contact Person

Royston, Mueller, McLean & Reid, LLP

Firm/Company

102 W. Pennsylvania Avenue, Suite 500

Address

Towson, Maryland 21204

City, State and Zip Code

mbaldwin@pendare.com

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

For further information concerning this matter, please call:

S. Adam Scharff

at (410)

823-1800

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)

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ARTICLES OF MERGER

BETWEEN

2018 SEP 26 AM 10:47

PENDARE STRATEGY PARTNERS, LLC
A MARYLAND LIMITED LIABILITY COMPANY
SECRETARY OF STATE
TALLAHASSEE, FL

AND

PENDARE STRATEGY PARTNERS, LLC.
A FLORIDA LIMITED LIABILITY COMPANY

THESE ARTICLES OF MERGER (these "Articles") dated as of September 10, 2018, pursuant to Section 4A-703 of the Corporations and Associations Article of the Annotated Code of Maryland, as amended, are entered into by and between the companies named in Articles SECOND and THIRD below, which are hereinafter collectively referred to as the "Constituent Companies".

FIRST: Each of the Constituent Companies has agreed to effect a merger, and the terms and conditions of the merger, the manner of carrying the same into effect, shall be as set forth herein and in a Plan of Merger entered into by the Constituent Corporations on September 10, 2018 (the "Plan of Merger").

SECOND: Pendare Strategy Partners, LLC (the "Surviving Company"), a Florida limited liability company, shall be the surviving Company. The Surviving Company was organized on February 26, 2018 under the laws of the State of Florida. The Surviving Company is authorized to issue one (1) class of membership interest. The Surviving Company is not registered or qualified to do business in Maryland.

THIRD: Pendare Strategy Partners, LLC (the "Merged Company"), a Maryland limited liability company, shall be the merged Company. The Merged Company was organized on December 23, 2009 under the laws of the State of Maryland. The Merged Company is authorized to issue one (1) class of membership interest.

FOURTH: The Merged Company's principal office in this State is located at 906 Arbutus Road, Annapolis, Maryland 21403.

FIFTH: The location of the principal office of the Surviving Company in the place where it is organized is located in Polk County, Florida at 2300 North Scenic Highway, Ste. 100, Lake Wales, Florida 33898. The name and address of the resident agent of the Surviving Company in Florida is Marjorie Baldwin, at 2300 North Scenic Highway, #100, Lake Wales, Florida 33898.

SIXTH: The Constituent Companies do not own any real property in the State of Maryland.

SEVENTH: The merger does not amend the organizational documents of the Surviving Company.

EIGHTH: The terms and conditions of the merger, the mode of carrying the same into effect, and the manner and basis of converting or exchanging the membership interest of the Constituent Companies, is as follows:

A one percent (1%) interest in the Merged Company, as it exists immediately prior to the merger, shall become a one percent (1%) interest in the Surviving Company on the effective date of the merger.

NINTH: The terms and conditions of the transaction set forth in these Articles and in the Plan of Merger were advised, authorized, and approved by the Constituent Companies in the manner and by the vote required by their respective Charters and the laws of the State of Maryland and the State of Florida, as the case may be. The manner of approval was as follows:

(A) On September 10, 2018, by unanimous written consent, the Member of the Surviving Company approved the merger of the Merged Company into the Surviving Company.

(B) On September 10, 2018, by unanimous written consent, the Member of the Merged Company approved the merger of the Merged Company into the Surviving Company.

TENTH: The Surviving Company has agreed to pay to any members with appraisal rights the amount which such members are entitled to under the Florida Limited Liability Company Act.

ELEVENTH: The merger of the Merged Company into the Surviving Company shall become effective upon the filing of these Articles of Merger, at which time the separate existence of the Merged Company shall cease.

[Space Intentionally Blank – Signatures Appear on the Following Page]

IN WITNESS WHEREOF, the sole member of each of the Constituent Companies has caused these Articles of Merger to be signed in its name and on its behalf by its sole member, and witnessed, on September __, 2018. The sole member of each of the Constituent Companies acknowledges these Articles of Merger to be the act and deed of Surviving Company and the Merged Company, respectively, on whose behalf the sole member has executed these Articles of Merger and, under the penalties of perjury, certifies that the matters and facts set forth herein are true in all material respects to the best of that person's knowledge, information and belief.

WITNESS:

Pendare Strategy Partners, LLC,
a Maryland limited liability company:

Charles G. Baldwin
Print Name: CHARLES G. BALDWIN

By: Marjorie Baldwin (SEAL)
Name: Marjorie Baldwin
Title: Sole Member

Pendare Strategy Partners, LLC,
a Florida limited liability company:

Charles G. Baldwin
Print Name:
CHARLES G. BALDWIN

By: Marjorie Baldwin (SEAL)
Name: Marjorie Baldwin
Title: Sole Member