### Florida Department of State

Division of Corporations Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

(((H19000233828 3)))



H190002338283ABC3

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:

Division of Corporations

Fax Number : (850)617-6380

From:

Account Name : COBB & COLE Account Number : 120030000050 Phone : (386)323-9251 Fax Number : (386)258-5068

\*\*Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.\*\*

Email Address Anyal-Reports & CobbCok. Com

MERGER OR SHARE EXCHANGE Becks Enterprises Holdings, LLC

Certificate of Status	0
Certified Copy	ı
Page Count	04
Estimated Charge	\$58.75

)O:h Hd 9-3118 hu

Electronic Filing Menu

Corporate Filing Menu

Help

8/5/2019

## H19000338283

#### ARTICLES OF MERGER

#### BETWEEN

Miles of the following BECKS ENTERPRISES VOLUSIA, LLC, a Florida limited liability company

#### AND

#### BECKS ENTERPRISES HOLDINGS, LLC, a Florida limited liability company

Pursuant to Sections 605.1025, Florida Statutes, Becks Enterprises Holdings, LLC, a Florida limited liability company ("Surviving Entity") and Becks Enterprises Volusia, LLC, a Florida limited liability company ("Other Business Entity"), adopt the following Articles of Merger for the purpose of merging the Other Business Entity into Surviving Entity, the latter of which is to survive the merger.

#### ARTICLE I PLAN OF MERGER

The Members and Managers of the Other Business Entity and the Surviving Entity have adopted a Plan of Merger as required in Section 605.1022, Florida Statutes.

#### ARTICLE II SURVIVING ENTITY

The surviving entity shall be BECKS ENTERPRISES HOLDINGS, LLC, a Florida limited liability company.

#### ARTICLE III ADOPTION REQUIREMENTS

The attached Plan of Merger meets the requirements of Section 605.1022, Florida Statutes, and was adopted by the Members of the Other Business Entity on April 26, 2019, and by the Members of the Surviving Entity, on April 26, 2019.

#### ARTICLE IV APPRAISAL RIGHTS

No members of either the Surviving Entity or the Other Business Entity have appraisal rights. However, the Surviving Entity has agreed to pay to any member of either entity with appraisal rights the amount to which such members are entitled under the provisions of Section. 605.1006 and 605.1061-605.1072.

# H190002338283

#### ARTICLE V EFFECTIVE DATE

The effective date of the merger shall be as of April 30, 2019.

IN WITNESS WHEREOF, the undersigned have executed these Articles of Merger this 29th day of April, 2019.

SURVIVING ENTITY BECKS ENTERPRISES HOLDINGS, LLC

By: Berrien H. Becks, Jr.

Title: Manager

OTHER BUSINESS ENTITY BECKS ENTERPRISES VOLUSIA, LLC

By: BBJR-BE, LLC, as Manager

By: Berrien H. Becks, Jr.

Title: Manager (cf the Manager)

# H9000233828 3

#### PLAN OF MERGER BETWEEN

BECKS ENTERPRISES VOLUSIA, LLC. a Florida limited liability company AND

BECKS ENTERPRISES HOLDINGS, LLC, a Florida limited liability company

The following Plan of Merger, which was adopted and approved by the Managers and Members of BECKS ENTERPRISES HOLDINGS, LLC, a Florida limited liability company ("Surviving Entity"), and by the Manager and Members of BECKS ENTERPRISES VOLUSIA, LLC, a Florida limited liability company ("Merged Entity") is being submitted in accordance with Sections 605.1022, Florida Statutes.

1. The name, address of principal office, jurisdiction, and entity type for each merging party is as follows:

#### a. Surviving Entity

Name:

Becks Enterprises Holdings, LLC

Address:

115 N. Ridgewood Avenue

Daytona Beach, FL 32114

Jurisdiction: Florida

Entity Type: Limited Liability Company

b. Merged Entity

Name:

Becks Enterprises Volusia, LLC

Address:

115 N. Ridgewood Avenue

Daytona Beach, FL 32114

Jurisdiction:

Florida

Entity Type: Limited Liability Company

2. On the effective date of the merger the general terms and conditions of the merger

- (i) the separate existence of the Merged Entity shall cease and the Merged Entity shall be merged with and into the Surviving Entity,
- (ii) the Articles of Organization of the Surviving Entity in effect immediately prior to the effective date of the merger shall be the Articles of Organization of the Surviving Entity after the merger.
- (iii) the Operating Agreement of the Surviving Entity in effect immediately prior to the effective date of the merger shall be the Operating Agreement of the Surviving Entity after the merger, and
- (iv) the Federal Employer Identification Number ("FEI") assigned to Surviving Entity shall become the FEI used for the Surviving Entity.

are:

## E\_868EEG000P14

- 3. On the effective date of the merger:
- (i) The Members of the Merged Entity (which are each Florida limited liability company which are owned by Berrien Becks, Jr., (or Hank's Trust), Connie B. Schnebly and Jennifer Colleen Becks) will each receive fifty (50) Units (as defined in the Operating Agreement for the Surviving Entity) represents equal ownership interests in the Surviving Entity in connection with the merger.
- (ii) Connie B. Schnebly will immediately transfer 33.33 Units to JSCS Irrevocable Trust of 2012.
- (iii) The ownership percentages of the Surviving Entity and the composition of the Members will not change from the ownership percentages and composition prior to the effective date, since the same persons, directly or indirectly, own the same percentages of both entities.
- 4. The name of the Managers of the Surviving Entity as of the effective date of the merger, is BERRIEN H. BECKS, JR., and JOHN MARTIN SCHNEBLY
  - 5. The effective date of the merger is April 30, 2019.