

Division of Corporations

0001/007  
Page 1 of 1

## 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.

(((H200000702123)))



H200000702123ABCO

**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 : WILLIAMS, PARKER, HARRISON, DIETZ, PLLC  
Account Number : 072720000266  
Phone : (941) 366-4800  
Fax Number : (941) 552-7141

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

Email Address: \_\_\_\_\_

## MERGER OR SHARE EXCHANGE

## Lansdowne Partners Group, LLC

Certificate of Status	0
Certified Copy	1
Page Count	05
Estimated Charge	\$58.75

Please use original  
submission date

March 2, 2020.

Electronic Filing Menu

Corporate Filing Menu

Y. SULKER

Feb 05 2020

850-617-6381

3/3/2020 5:49:19 PM PAGE 1/001 Fax Server



March 3, 2020

FLORIDA DEPARTMENT OF STATE  
Division of Corporations

LANDSDOWNE PARTNERS GROUP, LLC  
5800 LAKEWOOD RANCH BLVD N  
SARASOTA, FL 34240US

SUBJECT: LANDSDOWNE PARTNERS GROUP, LLC  
REF: L19000040173

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

As a condition of a merger, pursuant to s.605.0212(8) and/or s.607.1622 (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.

Yasemin Y Sulker  
Regulatory Specialist III

FAX Aud. #: R20000070212  
Letter Number: 120A00004706

H20000070212 3

**ARTICLES OF MERGER OF  
PARRISH HOLDINGS, LLC,  
INTO  
LANSDOWNE PARTNERS GROUP, LLC**

Lansdowne Partners Group, LLC, a Florida limited liability company ("Lansdowne"), hereby delivers to the Department of State for filing the following Articles of Merger for the merger of Parrish Holdings, LLC, a Florida limited liability company ("Holdings"), with and into Lansdowne. Lansdowne shall be the surviving business entity.

1. A true copy of the Plan of Merger is attached hereto as "Exhibit A" (the "Plan of Merger").

2. The foregoing Plan of Merger was approved by Lansdowne in accordance with Section 605.1023, Florida Statutes.

3. The foregoing Plan of Merger was approved by Holdings in accordance with Section 605.1023, Florida Statutes.

4. Lansdowne agrees to pay any members with appraisal rights the amount, to which members are entitled under Sections 605.1006 and 605.1061 through 605.1072, Florida Statutes.

5. The effective date of the merger is the date these Articles of Merger are filed with the Department of State.

{Signatures appear on following page.}

2020 MAR -2 PM 12:19  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FILED

IN WITNESS WHEREOF, these Articles of Merger have been executed and delivered this 20 day of February, 2020.

PARRISH HOLDINGS, LLC,  
a Florida limited liability company

By: \_\_\_\_\_

John A. Neal  
As its Manager

LANSDOWNE PARTNERS GROUP, LLC,  
a Florida limited liability company

By: \_\_\_\_\_

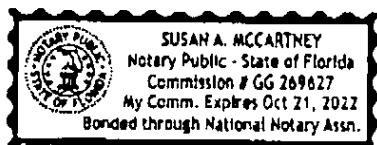
James R. Schier  
As its Manager

STATE OF FLORIDA  
COUNTY OF SARASOTA

The foregoing instrument was acknowledged before me by means of ☒ physical presence or ☐ online notarization this 20 day of February, 2020, by John A. Neal, as Manager of Parrish Holdings, LLC, a Florida limited liability company, on behalf of the company. The above-named person is personally known to me or has produced \_\_\_\_\_ as identification. If no type of identification is indicated, the above-named person is personally known to me.

Susan A. McCartney  
Signature of Notary Public

(Notary Seal)



Susan A. McCartney  
Print Name of Notary Public

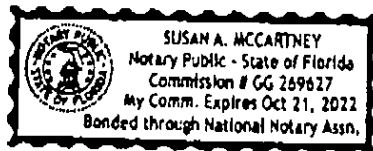
I am a Notary Public of the State of Florida,  
and my commission expires on \_\_\_\_\_.

H20000070212 3

STATE OF FLORIDA  
COUNTY OF SARASOTA

The foregoing instrument was acknowledged before me by means of ☒ physical presence or ☐ online notarization this 20 day of February, 2020, by James R. Schier, as Manager of Lansdowne Partners Group, LLC, a Florida limited liability company, on behalf of the company. The above-named person is personally known to me or has produced \_\_\_\_\_ as identification. If no type of identification is indicated, the above-named person is personally known to me.

(Notary Seal)

Susan A. McCartney  
Signature of Notary PublicSusan A. McCartney  
Print Name of Notary Public

I am a Notary Public of the State of Florida,  
and my commission expires on \_\_\_\_\_.

H20000070212 3

**EXHIBIT A**  
**PLAN OF MERGER**  
**OF PARRISH HOLDINGS, LLC,**  
**WITH AND INTO**  
**LANSDOWNE PARTNERS GROUP, LLC**

**Parrish Holdings, LLC**, a Florida manager-managed limited liability company, and **Lansdowne Partners Group, LLC**, a Florida manager-managed limited liability company, hereby adopt and approve the following plan as the Plan of Merger required by Section 605.1022, Florida Statutes. The terms of the Plan of Merger are as follows:

1. The names of the business entities planning to merge are Parrish Holdings, LLC, a Florida manager-managed limited liability company ("**Holdings**"), and Lansdowne Partners Group, LLC, a Florida manager-managed limited liability company ("**Lansdowne**"). As a result of the merger, Holdings shall be merged with and into Lansdowne. Lansdowne shall be the surviving business entity.

2. The merger shall be effective on the date the Articles of Merger are filed with the Department of State (the "**Effective Date**").

3. As a result of the merger, the sole membership interest in Holdings shall be cancelled. No change shall occur in the membership interest of Lansdowne.

4. The name and address of the Manager for Holdings is John A. Neal, 5800 Lakewood Ranch Boulevard, Sarasota, Florida 34240.

5. The names and addresses of the Managers for Lansdowne are: (1) Patrick K. Neal, 5800 Lakewood Ranch Boulevard, Sarasota, Florida 34240; (2) John A. Neal, 8141 Lakewood Main Street, Suite 209, Lakewood Ranch, Florida 34202; and (3) James R. Schier, 5800 Lakewood Ranch Boulevard, Sarasota, Florida 34240.

6. This Plan of Merger shall be submitted to the Member and Manager of Holdings for approval. This Plan of Merger shall be submitted to the Members and Managers of Lansdowne for approval.

7. The Members of Lansdowne having a membership interest in Lansdowne immediately prior to the Effective Date will hold the same membership interest, with identical designations, preferences, limitations, and relative rights, immediately after the merger.

H20000070212 3

8. The Member and Manager of Holdings and the Members and Managers of Lansdowne are hereby authorized to amend this Plan of Merger at any time prior to the filing of the Articles of Merger, to the extent permitted by law.

9. There are no other terms of or conditions to the merger.