

419000145547

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

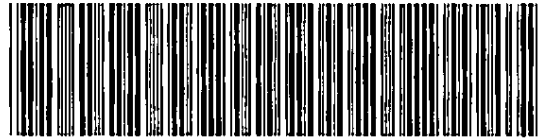
(Business Entity Name)

(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

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300377847223

*merged*

12/13/21--01032--025 \*\*55.00

*Effective date 12-31-21*

01/31/22--01008--001 \*\*25.00

FILED  
2021 DEC 13 AM 11:36  
FILING OFFICE  
MICHIGAN

A. RAMSEY

JAN 3 1 2022

\*00678, 00524, 00671

**COVER LETTER**

**TO:** Amendment Section  
Division of Corporations

**SUBJECT:** SYSTEM & SOUL FRAMEWORK, 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:

McKenzie Reeves Decker

Contact Person

System & Soul Framework, LLC

Firm/Company

690 Jones Road

Address

Roswell, GA 30075

City, State and Zip Code

mckenzie@systemandsoul.com

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

For further information concerning this matter, please call:

McKenzie Reeves Decker at ( 678 ) 787-3853

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



RECEIVED

2022 JAN 28 AM 9:01

FLORIDA DEPARTMENT OF STATE  
Division of Corporations

SECRETARY OF STATE  
TALLAHASSEE, FL

January 4, 2022

MCKENZIE REEVES DECKER  
SYSTEM & SOUL FRAMEWORK LLC  
690 JONES ROAD  
ROSWELL, GA 30075 US

SUBJECT: TRACTIONVILLE LLC  
Ref. Number: L19000145547

We have received your document for TRACTIONVILLE LLC and check(s) totaling \$55.00. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

There is a balance due of \$25.00.

Please correct the name of the merging party to Tractionville, LLC on page 1 and correct the name of the merging party to System & Soul Framework, LLC on both page 1 and 2 of the merger form.

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) 245-6823.

Annette Ramsey  
OPS

Letter Number: 922A00000182

effective date 12-31-21

Articles of Merger  
For  
Florida Limited Liability Company

FILED

2021 DEC 13 AM 11:36

The following Articles of Merger is submitted to merge the following Florida Limited Liability Company(ies) in accordance with s. 605.1025, Florida Statutes.

**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>
Tractionville, LLC	Florida	LLC

**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>
System & Soul Framework, LLC	Georgia	LLC

**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:

\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

**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, 2021

**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>Tractionville, LLC</u>	<u>Chris White</u>	<u>Christopher M. White</u>
<u>System &amp; Soul, LLC</u>	<u>McKenzie Decker</u>	<u>McKenzie R. Decker</u>
<u>System and Soul Framework, LLC</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><u>Fees:</u></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

**EXHIBIT A**

**Agreement and Plan of Merger**

**[SYSTEM & SOUL FRAMEWORK, LLC]  
CONSENT OF MEMBERS TO  
MERGER WITH  
[TRACTIONVILLE, LLC]**

December 3, 2021

The undersigned members of [SYSTEM & SOUL FRAMEWORK, LLC], a Georgia limited liability company (the "**Company**"), hereby consent to:

(1) The merger ("**Merger**") of the Company with [TRACTIONVILLE, LLC], a Florida limited liability, pursuant to the Agreement and Plan of Merger in the form attached hereto as Exhibit "A"; and

(2) The filing of Articles of Merger with the Secretary of States of Florida and Georgia with respect to the Merger.

Each manager of the Company, is hereby authorized and directed to execute and deliver all such documents with respect to the Merger, and any other consents, certificates, assignments, agreements and other instruments, and do all such acts, for and in the name and on behalf of the Company, as may be necessary or convenient in order to carry out the Merger, and any actions heretofore taken in accordance with such intent and purpose are hereby ratified, approved, and confirmed.

*McKenzie Decker*

\_\_\_\_\_  
Manager, System & Soul, LLC

*System and  
Soul Framework,  
LLC*

*Chris White*

\_\_\_\_\_  
Manager, Tractionville, LLC

**AGREEMENT AND PLAN OF MERGER OF  
[TRACTIONVILLE, LLC],  
A FLORIDA LIMITED LIABILITY COMPANY  
WITH AND INTO  
[SYSTEM & SOUL FRAMEWORK, LLC],  
A GEORGIA LIMITED LIABILITY COMPANY**

THIS AGREEMENT AND PLAN OF MERGER ("Plan of Merger") is entered into as of December 31, 2021, by and between [SYSTEM & SOUL FRAMEWORK, LLC], a Georgia limited liability company ("Surviving Entity"), and [TRACTIONVILLE, LLC], a Florida limited liability company ("Merged Entity").

WHEREAS, Surviving Entity and Merged Entity desire that Merged Entity should be merged with and into Surviving Entity, with Surviving Entity thereafter to be possessed of all the estate, property, rights, privileges, and franchises of Merged Entity;

THEREFORE, Merged Entity and Surviving Entity hereby agree as follows:

1. As soon as practicable after the adoption of this Plan of Merger, appropriate documents (the "Merger Filings") shall be filed in the offices of the Secretary of States of Florida and Georgia to effectuate the merger transaction contemplated hereby (the "Merger"). The term "Effective Time" as used herein shall mean the date on which the Merger Filings are accepted for filing with the Secretary of State of Florida.
2. At the Effective Time, Merged Entity shall be merged with and into Surviving Entity, and the separate existence of Merged Entity shall cease (such transaction is herein referred to as the "Merger"). Surviving Entity shall be the surviving entity, and it shall continue to be governed by the laws of the State of Florida.
3. The ownership of the equity interests of the Surviving Entity following the Merger shall be as set forth Operating Agreement of Surviving Entity.
4. The Operating Agreement of Surviving Entity in effect immediately prior to the Effective Time shall continue as the Operating Agreement of the Surviving Entity.
5. The managers and officers of Surviving Entity holding office immediately prior to the Effective Time shall be the managers of the Surviving Entity.
6. This Plan of Merger may be amended for any reason at any time prior to the filing of the Merger Filings with the Secretary of State of Florida by the managers of Merged Entity and Surviving Entity.



7. The managers of Merged Entity and Surviving Entity shall execute the Merger Filings and file them with the Secretary of State of Florida.
8. The managers of Merged Entity and Surviving Entity shall do all acts and things whatsoever, whether within or without the State of Florida, that may be in any way necessary or proper to effect the Merger.

IN WITNESS WHEREOF, Merged Entity and Surviving Entity have caused this Agreement and Plan of Merger to be signed and attested by their respective Managers, as indicated below, as of the date first written above.

**MERGED ENTITY**

[TRACTIONVILLE, LLC],  
A Florida limited liability company

By: Chris White  
Title : Owner

**SURVIVING ENTITY**

[SYSTEM] & SOUL FRAMEWORK, LLC  
A Georgia limited liability company

By: McKenzie Decker  
Title : Operator, System & Soul