

10/10/2019

Division of Corporations

Florida Department of State
Division of Corporations
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To:

Division of Corporations
Fax Number : (850)617-6380

EFFECTIVE DATE

10/10/2019

From:

Account Name : GUNSTER, YOKLEY & STEWART, P.A.
Account Number : 076117000420
Phone : (561)650-0728
Fax Number : (561)671-2527

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

Email Address: mstocks@gunster.com

MERGER OR SHARE EXCHANGE
WARWICK ASSOCIATES LLC

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EFFECTIVE DATE
10/10/2019

**ARTICLES OF MERGER
 OF**

WARWICK ASSOCIATES, INC.
 a Connecticut corporation

WITH AND INTO
WARWICK ASSOCIATES LLC
 a Florida limited liability company

These Articles of Merger are submitted in accordance with the Florida Revised Limited Liability Company Act (the "Act"), pursuant to Section 605.1025, Florida Statutes.

FIRST: The exact name, entity type, and jurisdiction of the merging entity is as follows:

WARWICK ASSOCIATES, INC., a Connecticut corporation (the "Merging Company"); and

SECOND: The exact name, entity type, and jurisdiction of the surviving entity is as follows:

WARWICK ASSOCIATES, LLC, a Florida limited liability company (the "Surviving Company").

THIRD: The plan of merger (the "Plan of Merger") has been approved and adopted by the Merging Company and the Surviving Company, in accordance with the Act and the Connecticut Business Corporation Act.

FOURTH: The Merger is permitted by the laws of the State of Connecticut, the domestic jurisdiction of the Merging Company, and was unanimously approved by joint written consent of the director and the shareholder of the Merging Company, pursuant to Section 33-815 of the Connecticut General Statutes, dated as of October 9, 2019.

FIFTH: The merger is permitted by the laws of the State of Florida, the domestic jurisdiction of the Surviving Company, and was unanimously approved by joint written consent of the manager and member of the Surviving Corporation, pursuant to Sections 607.1101, 607.0704, and 607.0821 of the Florida Statutes, dated as of October 9, 2019.

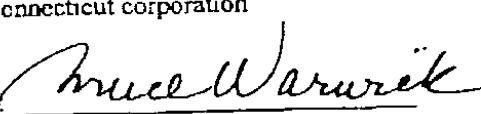
SIXTH: The effective date and time of the Merger shall be October 10, 2019, at 12:00 a.m. Eastern Time (the "Effective Time").

[Signatures hereto contained on following page.]

IN WITNESS WHEREOF, each of the constituent entities has caused these Articles of Merger to be signed, in its name and on its behalf, by its duly authorized signatory, as of the 9th day of October, 2019.

THE MERGING COMPANY:

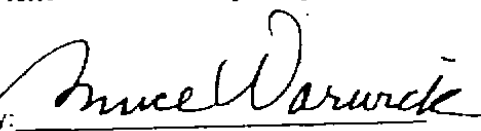
WARWICK ASSOCIATES, INC,
a Connecticut corporation

By: 

Name: Bruce L. Warwick
Title: President

THE SURVIVING COMPANY:

WARWICK ASSOCIATES LLC,
a Florida limited liability company

By: 

Name: Bruce L. Warwick
Title: Manager