

L190003D6630

Charles Gardner

(Requestor's Name)

1300 Thomaswood Dr.

(Address)

(Address)

Tallahassee, FL 32308

(City/State/Zip/Phone #)

☐ PICK-UP

☒ WAIT

☐ MAIL

Moore Family 1031-FL, LLC

(Business Entity Name)

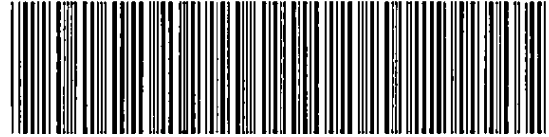
(Document Number)

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

Special Instructions to Filing Officer:

#90

Office Use Only



500338544935

12/30/19--01021--005 \*\*440.00

12/30/19 4:25:23

EFFECTIVE DATE

Jan 1, 2020

Merger/CC

DEC 30 2019

ALBRITTON

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

2019 DEC 30 PM 2:44

FILED

EFFECTIVE DATE  
Jan 1, 2020

**CERTIFICATE AND ARTICLES OF MERGER**

for

**BOND-CIRCUIT III DELAWARE BUSINESS TRUST,**  
a Delaware Business Trust

and

**MOORE FAMILY 1031 – FL, LLC,**  
a Florida limited liability company

FILED  
2019 DEC 30 PM 2:14  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The following *Certificate and Articles of Merger* is submitted to merge  
***Bond-Circuit III Delaware Business Trust***, a Delaware Business Trust, and  
***Moore Family 1031 – FL, LLC***, a Florida limited liability company.

1. ***Bond-Circuit III Delaware Business Trust*** is a Delaware Business Trust organized under the laws of the State of Delaware.

2. The *Certificate of Trust of Bond-Circuit III Delaware Business Trust* for ***Bond-Circuit III Delaware Business Trust*** is dated December 17, 1996, and was filed with the State of Delaware Secretary of State Division of Corporations on December 17, 1996.

3. Devoe L. Moore is the Managing Trustee of ***Bond-Circuit III Delaware Business Trust***.

4. ***Moore Family 1031 – FL, LLC*** is a limited liability company organized under the laws of the State of Florida. The *Articles of Organization* for ***Moore Family 1031 – FL, LLC*** were filed with the Florida Department of State on December 28, 2019, and the Document Number assigned by the Florida Department of State to it was L 19000306630.

5. ***Moore Family 1031 – FL, LLC*** is a manager-managed limited liability company. Devoe L. Moore is the Manager of ***Moore Family 1031 – FL, LLC***.

6. The sole beneficiary of ***Bond-Circuit III Delaware Business Trust*** is one and the same entity as the sole member of ***Moore Family 1031 – FL, LLC***.

7. The surviving party is a limited liability company organized under the laws of the State of Florida. The exact name, the date the *Articles of Organization* for the surviving party were filed with the Florida Department of State, and the Document Number assigned by the Florida Department of State to the surviving party are as follows:

<u>Name:</u>	<u>Date Filed</u>	<u>Document Number</u>
<b><i>Moore Family 1031 – FL, LLC</i></b>	December 23, 2019	<u>L1900306630</u>

8. The attached *Plan of Merger* was unanimously approved by the sole beneficiary and Trustee of ***Bond-Circuit III Delaware Business Trust*** (and therefore the entity itself) in accordance with the laws of the State of Delaware and the *Certificate of Trust of Bond-Circuit III Delaware Business Trust* for ***Bond-Circuit III Delaware Business Trust***.

9. The attached *Plan of Merger* was unanimously approved by the sole Member and Manager of ***Moore Family 1031 – FL, LLC*** (and therefore the entity itself) in accordance with the laws of the State of Florida and, specifically, the applicable provisions of Chapter 605, *Florida Statutes*.

10. Copies of this Certificate and Articles of Merger and the attached *Plan of Merger* are on file at the principal place of business of ***Moore Family 1031 – FL, LLC***.

11. By its signature below, ***Moore Family 1031 – FL, LLC*** agrees that it may be served with process in the State of Delaware in any action, suit or proceeding for the enforcement of any obligation of ***Bond-Circuit III Delaware Business Trust***, and hereby irrevocably appoints the Secretary of State of the State of Delaware as its agent

to accept service of process in any such action, suit or proceeding and hereby specifies that the address to which a copy of such process shall be mailed to it by the Secretary of State of the State of Delaware at 6800 Mahan Drive, Tallahassee, Florida 32308.

12. The Effective Date of the merger evidenced by this *Certificate and Articles of Merger* shall be 12:01 a.m. on January 1, 2020.

Dated: December 30, 2019

***Bond-Circuit III Delaware Business Trust***

By: 

Devoe L. Moore

Its: Managing Trustee

***Moore Family 1031 – FL, LLC***

By: 

Devoe L. Moore

Its: Manager

## Plan of Merger

for

**BOND-CIRCUIT III DELAWARE BUSINESS TRUST,**  
a Delaware Business Trust

and

**MOORE FAMILY 1031 – FL, LLC,**  
a Florida limited liability company

The following *Plan of Merger* has been unanimously approved by the sole Beneficiary and the Managing Trustee of **Bond-Circuit III Delaware Business Trust**, a Delaware Business Trust, and by the sole Member and Manager of **Moore Family 1031 – FL, LLC**, a Florida limited liability company, and is submitted to merge **Bond-Circuit III Delaware Business Trust**, a Delaware Business Trust, and **Moore Family 1031 – FL, LLC**, a Florida limited liability company, in accordance with the laws of the State of Delaware and the *Certificate of Trust of Bond-Circuit III Delaware Business Trust* for **Bond-Circuit III Delaware Business Trust** and Chapter 605, *Florida Statutes*.

### Section I

1. **Bond-Circuit III Delaware Business Trust** is a Delaware Business Trust organized under the laws of the State of Delaware. The *Certificate of Trust of Bond-Circuit III Delaware Business Trust* for **Bond-Circuit III Delaware Business Trust** is dated December 17, 1996, and was filed with the State of Delaware Secretary of State Division of Corporations on December 17, 1996.

2. **Moore Family 1031 – FL, LLC** is a limited liability company organized under the laws of the State of Florida. The *Articles of Organization* for **Moore Family 1031 – FL, LLC** were filed with the Florida Department of State on December 28, 2019.

and the Document Number assigned by the Florida Department of State to it was

L 19 000 306 630.

## Section II

The surviving party is a limited liability company organized under the laws of the State of Florida. The exact name, the date the *Articles of Organization* for the surviving party were filed with the Florida Department of State, and the Document Number assigned by the Florida Department of State to the surviving party are as follows:

<u>Name:</u>	<u>Date Filed</u>	<u>Document Number</u>
<b>Moore Family 1031 – FL, LLC</b>	December <sup>23</sup> 2019	<u>L 19000306630</u>

## Section III

The terms and conditions of the merger (the "Merger") of ***Bond-Circuit III Delaware Business Trust*** with and into ***Moore Family 1031 – FL, LLC*** are as follows:

- a. All of the assets of ***Bond-Circuit III Delaware Business Trust*** shall be the assets of ***Moore Family 1031 – FL, LLC*** at 12:01 a.m. on January 1, 2020 (the "Effective Date"), and specifically the title to all real and personal property owned by ***Bond-Circuit III Delaware Business Trust*** shall be vested in ***Moore Family 1031 – FL, LLC*** without reversion or impairment or the requirement of any deed on the Effective Date of the Merger;
- b. All of the liabilities of ***Bond-Circuit III Delaware Business Trust*** shall be the liabilities of ***Moore Family 1031 – FL, LLC*** on the Effective Date of the Merger; and
- c. The sole Beneficiary of ***Bond-Circuit III Delaware Business Trust*** immediately before the Effective Date and time of the Merger shall remain and be the sole Member of ***Moore Family 1031 – FL, LLC*** upon the Effective Date and time of the Merger.

#### Section IV

Because the sole Beneficiary of ***Bond-Circuit III Delaware Business Trust*** is the sole Member of ***Moore Family 1031 – FL, LLC***, there will be no conversion of interests, shares, membership interests, obligations or other securities with respect to each merged party into the interests, shares, membership interests, obligations or other securities of the survivor, in whole or in part, into cash or other property.

#### Section V

There are no rights to acquire the interests, shares, obligations or other securities with respect to each merged party and, therefore, no rights to acquire the interests, shares, obligations or other securities of the surviving party. The notifications related to the Merger which is the subject of this *Plan of Merger* that are, or may be, required to be given to the Beneficiary of ***Bond-Circuit III Delaware Business Trust*** in accordance with the laws of the State of Delaware and the *Certificate of Trust of Bond-Circuit III Delaware Business Trust* for ***Bond-Circuit III Delaware Business Trust***, and to Member of ***Moore Family 1031 – FL, LLC*** pursuant to its *Articles of Organization* and *Operating Agreement* and Chapter 605, *Florida Statutes*, are hereby waived.

#### Section VI

The surviving party to the merger (i.e., ***Moore Family 1031 – FL, LLC***) is a manager-managed limited liability company and the name and address of the Manager are as follows:

Devoe L. Moore  
6800 Mahan Drive  
Tallahassee, Florida 32308

Dated: December 30, 2019

SIGNATURES ON FOLLOWING PAGE

**Bond-Circuit III Delaware Business Trust**

By: Devoe L. Moore  
Devoe L. Moore  
Its: Managing Trustee

Sole Beneficiary of  
Bond-Circuit III Delaware Business Trust

Moore Family 1031, LLC,  
a Florida limited liability company

By: Devoe L. Moore  
Devoe L. Moore  
Its: Manager

**Moore Family 1031 – FL, LLC**

By: Devoe L. Moore  
Devoe L. Moore  
Its: Manager

Sole Member of  
Moore Family 1031 – FL, LLC

Moore Family 1031, LLC,  
a Florida limited liability company

By: Devoe L. Moore  
Devoe L. Moore  
Its: Manager