



Filing Cover Sheet

To: Florida Division of Corporations

From: TAYLOR SEAY C/O Capitol Services, Inc.

Date: 9/22/2021

Trans#: 1234701

Entity Name: FAT VILLAGE PROPERTIES, LLC (FL) ET AL MERGING INTO FAT GROUP PROPERTIES, LLC (FL)

Articles Incorporation ()

Articles of Dissolution ()

Conversion ()

Foreign Qualification ()

Limited Partnership ()

Reinstatement ()

Other ()

Articles of Amendment ()

Annual Report ()

Fictitious Name ()

Limited Liability ()

Merger (XX)

Withdrawal / Cancellation ()

STATE FEES PREPAID WITH CHECK#2367 FOR \$155.00

PLEASE RETURN:

Certified Copy (XX)

Plain Photocopy ()

Good Standing ()

Certificate of Fact ()

**ARTICLES OF MERGER
OF
FAT Village Properties, LLC, Flagler Warehouse I, LLC,
Flagler 500, L.L.C. and Flagler 501, L.L.C.
With and Into
FAT Group Properties, LLC**

Pursuant to Section 605.1025, Florida Statutes, the undersigned hereby submit the following Articles of Merger:

1. FAT Village Properties, LLC, a Florida limited liability company, and each of Flagler Warehouse I, LLC, a Florida limited liability company, Flagler 500, L.L.C., a Florida limited liability company, and Flagler 501, L.L.C., a Florida limited liability company, shall be merged with and into FAT Group Properties, LLC, a Florida limited liability company (the "Merger"). FAT Group Properties, LLC shall be the surviving entity of the Merger and continue as a Florida limited liability company.

2. The name, street address of its principal office, jurisdiction and entity type of each merging entity that will not be the surviving entity, are as follows:

<u>Name and Street Address</u>	<u>Jurisdiction</u>	<u>Entity Type</u>
FAT Village Properties, LLC 421 N. Andrews Avenue Fort Lauderdale, FL 33301	Florida	Limited Liability Company
Flagler Warehouse I, LLC 521 NW 1ST Ave Fort Lauderdale, FL 33301	Florida	Limited Liability Company
Flagler 500, L.L.C. 521 NW 1ST Ave Fort Lauderdale, FL 33301	Florida	Limited Liability Company
Flagler 501, L.L.C. 521 NW 1ST Ave Fort Lauderdale, FL 33301	Florida	Limited Liability Company

3. The name, street address of its principal office, jurisdiction and entity type of the surviving entity is as follows:

<u>Name and Street Address</u>	<u>Jurisdiction</u>	<u>Entity Type</u>
FAT Group Properties, LLC 421 N. Andrews Avenue Fort Lauderdale, FL 33301	Florida	Limited Liability Company

FILED
2011 OCT 22 AM 9:23
CLERK OF DISTRICT COURT
STATE OF FLORIDA

4. In accordance with Section 605.0207(4)(a) of the Florida Revised Limited Liability Company Act, the Merger shall become effective at 12:01 a.m. on the date of filing with the Florida Department of State.

5. The Merger was approved by FAT Group Properties, LLC, FAT Village Properties, LLC, Flagler Warehouse I, LLC, Flagler 500, L.L.C. and Flagler 501, L.L.C., each a domestic merging entity, in accordance with Sections 605.1021 through 605.1026, as applicable, of the Florida Revised Limited Liability Company Act.

6. No member of either merging entity or the surviving entity is entitled to appraisal rights, including with respect to each of FAT Group Properties, LLC, FAT Village Properties, LLC, Flagler Warehouse I, LLC, Flagler 500, L.L.C. and Flagler 501, L.L.C., each a Florida limited liability company. The sole members of each of FAT Group Properties, LLC, FAT Village Properties, LLC, Flagler Warehouse I, LLC, Flagler 500, L.L.C. and Flagler 501, L.L.C., respectively, approved the Merger and, accordingly, no member of FAT Group Properties, LLC, FAT Village Properties, LLC, Flagler Warehouse I, LLC, Flagler 500, L.L.C. or Flagler 501, L.L.C. is entitled to appraisal rights under the provisions of Sections 605.1006 or 605.1061-1072 of the Florida Revised Limited Liability Company Act.

7. Pursuant to Section 605.1025, Florida Statutes, a copy of these Articles of Merger, certified by the Department of State of the State of Florida, may be filed in the official records of any county in the State of Florida in which any party to the Merger holds any interest in real property.

[Signatures appear on the following pages]

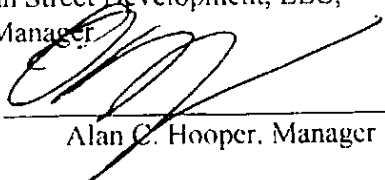
IN WITNESS WHEREOF, these Articles of Merger have been executed on behalf of each of the merging entities and the surviving entity as of the 21st day of September, 2021.

SURVIVING COMPANY:

FAT Group Properties, LLC,
a Florida limited liability company

By: FAT Group, LLC, its sole member

By: Urban Street Development, LLC,
its Manager

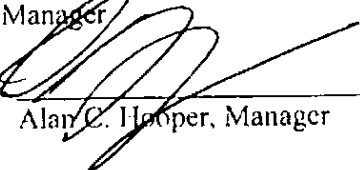
By: 
Alan C. Hooper, Manager

CONSTITUENT NON-SURVIVING COMPANIES:

FAT Village Properties, LLC,
a Florida limited liability company

By: FAT Village Properties Holdings, LLC,
its Sole Member

By: Urban Street Development, LLC,
its Manager

By: 
Alan C. Hooper, Manager

Flagler Warehouse I, LLC,
a Florida limited liability company

By: Flagler FAT Village Holdings, LLC
Its Sole Member

By: _____
P Douglas McCraw, Manager

By: _____
Lutz Hofbauer, Manager

[EXECUTION CONTINUED ON NEXT PAGE]

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its Sole Member

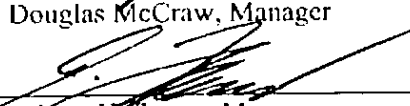
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its Manager

By: _____
Alan C. Hooper, Manager

Flagler Warehouse I, LLC,
a Florida limited liability company

By: Flagler FAT Village Holdings, LLC
Its Sole Member

By: 
P Douglas McCraw, Manager


By: 
Lutz Holbauer, Manager

[EXECUTION CONTINUED ON NEXT PAGE]

Flagler 500, L.L.C.,
a Florida limited liability company

By: Flagler FAT Village Holdings, LLC
Its Sole Member

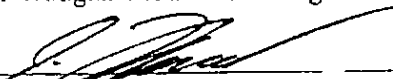
By: 
P Douglas McCraw, Manager

By: 
Lutz Flothbauer, Manager

Flagler 501, L.L.C.,
a Florida limited liability company

By: Flagler FAT Village Holdings, LLC
Its Sole Member

By: 
P Douglas McCraw, Manager

By: 
Lutz Flothbauer, Manager