

111 L2000280582

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☐ PICK-UP

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(Business Entity Name)

(Document Number)

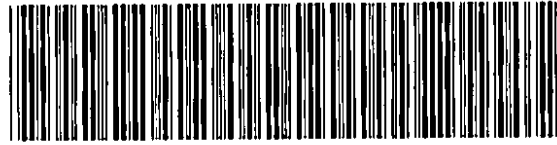
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DIVISION OF CORPORATIONS
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C. GOLDEN

OCT 12 2020

50.

**CORPORATE
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WALK IN

PICK UP: 10/06/2020

- ☐ **CERTIFIED COPY** _____
- XX** **PHOTOCOPY** _____
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- XX** **FILING** **LLC MERGER** _____

FAIRSTEIN ENTERPRISES LLC

(CORPORATE NAME AND DOCUMENT #)

(CORPORATE NAME AND DOCUMENT #)

(CORPORATE NAME AND DOCUMENT #)

(CORPORATE NAME AND DOCUMENT #)

(CORPORATE NAME AND DOCUMENT #)

(CORPORATE NAME AND DOCUMENT #)

**SPECIAL
INSTRUCTIONS:**



FLORIDA DEPARTMENT OF STATE
Division of Corporations

October 7, 2020

CORPORATE ACCESS, INC.

SUBJECT: FAIRSTEIN ENTERPRISES, LLC
Ref. Number: L20000280582

Corrected

We have received your document and check(s) totaling \$50.00. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

Please include the attached Plan of Merger referred to in your document.

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.

Claretha Golden
Regulatory Specialist II

Letter Number: 520A00019593

ARTICLES OF MERGER
of
FAIRSTEIN ENTERPRISES LLC
a New York limited liability company
into
FAIRSTEIN ENTERPRISES, LLC
a Florida limited liability company

2020-11-2 PM 5:48

The following Articles of Merger are being submitted in accordance with Section 605.1025, Florida Statutes for the purpose of merging Fairstein Enterprises LLC, a New York limited liability company (the "Merging Entity"), with and into Fairstein Enterprises, LLC, a Florida limited liability company (the "Surviving Entity").

FIRST: The exact name, street address of its principal office, jurisdiction, and entity type for the ***Merging Entity*** is follows:

| <u>Name and Street Address</u> | <u>Jurisdiction</u> | <u>Entity Type</u> |
|--|---------------------|---------------------------|
| Fairstein Enterprises LLC 130 East End Ave. PHB New York, NY 10028 | New York | limited liability company |

SECOND: The exact name, street address of its principal office, jurisdiction, and entity type of the ***Surviving Entity*** are as follows:

| <u>Name and Street Address</u> | <u>Jurisdiction</u> | <u>Entity Type</u> |
|--|---------------------|---------------------------|
| Fairstein Enterprises, LLC 411 Rock Dove Drive Boca Grande, FL 33921 | Florida | Limited Liability Company |

Florida Document Number: L20000280582

THIRD: The attached Plan of Merger meets the requirements of Section 605.1025, Florida Statutes and the requirements of Section 1003, New York Limited Liability Company Act and was approved by each member of the Merging Entity and the Surviving Entity.

FOURTH: The merger was approved by each domestic merging entity that is a limited liability company in accordance ss. 605.1021-605.1026 Florida Statutes, and by each member of such limited liability company who as a result of the merger will have interest holder liability under Section 605.102.(1)(b).

FIFTH: In regards to the Surviving Entity, this entity exists before the merger and is a domestic filing entity, the amendment, if any to its public organic record is attached.

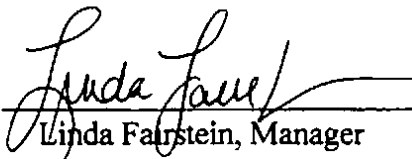
SIXTH: This entity agrees to pay any members with appraisal rights the amount to which members are entitled under ss.605.1006 and 605.1061-605.1072, Florida Statutes.

SEVENTH: The merger shall become effective as of the date this document is filed by the Florida Department of State.

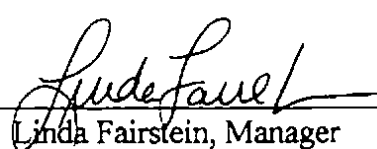
EIGHTH: Signatures for each Party:

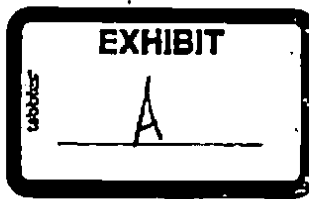
Executed this 11th day of September, 2020.

FAIRSTEIN ENTERPRISES LLC, a New
York limited liability company

By: 
Linda Fairstein, Manager

FAIRSTEIN ENTERPRISES, LLC,
a Florida limited liability company

By: 
Linda Fairstein, Manager



PLAN OF MERGER

The following Plan of Merger, which was adopted and approved by each party to the merger in accordance with Sections 605.1021 through 605.1026, Florida Statutes is attached to the Articles of Merger submitted in accordance with 605.1025.

FIRST: The exact name and jurisdiction of the *Merging Entity* is as follows:

| <u>Name</u> | <u>Jurisdiction</u> |
|---------------------------|---------------------|
| Fairstein Enterprises LLC | New York |

SECOND: The exact name and jurisdiction of the *Surviving Entity* is as follows:

| <u>Name</u> | <u>Jurisdiction</u> |
|----------------------------|---------------------|
| Fairstein Enterprises, LLC | Florida |

THIRD: The terms and conditions of the merger are as follows:

The Merging Entity shall merge with and into the Surviving Entity. The separate existence of the Merging Entity shall cease. All properties, franchises and rights belonging to the Merging Entity, by virtue of the merger and without further act or deed, shall be deemed to be vested in the Surviving Entity, which shall thenceforth be responsible for all the liabilities and obligations of the Merging Entity.

FOURTH: The manner and basis of converting the interests, shares, obligations or other securities of each Merged Entity into the interests, shares, obligations or other securities of the Surviving Entity, in whole or in part, into cash or other property are as follows:

Each member owning a membership interest in the *Merging Entity* shall exchange his, her or its membership interest in the *Merging Entity* for an equal percentage of ownership interest in the *Surviving Entity*. No cash or other property shall be exchanged in such merger, except as provided in the prior sentence.

FIFTH: The Effective Date of this Plan of Merger shall be the date the document is filed by the Florida Department of State.

IN WITNESS WHEREOF, the undersigned entities have executed this Plan of Merger as of the date indicated.

FAIRSTEIN ENTERPRISES LLC, a New York limited liability company

By: Linda Fairstein
Linda Fairstein, Manager

Date: 9/11/20

FAIRSTEIN ENTERPRISES, LLC, a Florida limited liability company

By: Linda Fairstein
Linda Fairstein, Manager

Date: 9/11/20