

L21000177941

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

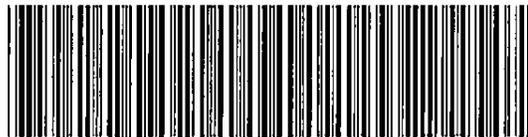
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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R. HUNT

ARTICLES OF MERGER

Pursuant to the provisions of Section 605.1025 of the Florida Revised Limited Liability Company Act, Rising Tide Car Wash – Coral Springs, LLC, a limited liability company organized and existing under the laws of the State of Florida, and 10340 J&D LLC, a limited liability company organized and existing under the laws of the State of Florida, hereby adopt the following Articles of Merger for the purpose of merging 10340 J&D LLC into Rising Tide Car Wash – Coral Springs, LLC, as the surviving entity:

1. Approval of Merger. The members of Rising Tide Car Wash – Coral Springs, LLC and the members of 10340 J&D LLC unanimously approved and adopted a Plan of Merger on the 7th day of March, 2024, in accordance with the provisions of Sections 605.1021 through 605.1026 of the Florida Revised Limited Liability Company Act.

2. Parties to Merger. The parties to the merger are Rising Tide Car Wash – Coral Springs, LLC, a limited liability company organized and existing under the laws of the State of Florida, Document No. L21000177944, and 10340 J&D LLC, a limited liability company organized and existing under the laws of the State of Florida, Document No. L19000235634.

3. Merger. 10340 J&D LLC shall be merged into Rising Tide Car Wash – Coral Springs, LLC (the "Surviving Company").

4. Name of Surviving Company. The name of the Surviving Company shall be Rising Tide Car Wash – Coral Springs, LLC.

5. Effect of Merger. On the Effective Date of the merger, the separate existence of 10340 J&D LLC (the "Merged Company") shall cease (except to the extent continued by statute), and all of its properties, rights, privileges, and franchises, of whatsoever nature and description, shall be transferred to, vest in, and devolve upon the Surviving Company, subject to its liabilities and obligations, which liabilities and obligations the Surviving Company shall assume, without further act or deed. Confirmatory deeds, assignments or other like instruments when deemed desirable by the Surviving Company to evidence such transfer, vesting or devolution of any property, right, privilege, or franchise, shall at any time, or from time to time, be made and delivered in the name of the Merged Company, by the last acting authorized signatories thereof, or by the corresponding authorized signatories of the Surviving Company.

6. Attributes of Surviving Company.

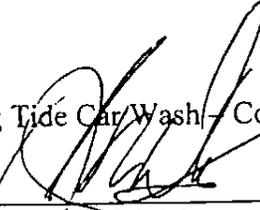
(a) The Articles of Organization of Rising Tide Car Wash – Coral Springs, LLC, as in effect on the Effective Date of the merger, shall continue in full force and effect as the Articles of Organization of the Surviving Company and shall not be changed or amended by the merger.

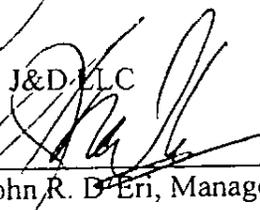
(b) The Operating Agreement of Rising Tide Car Wash – Coral Springs, LLC, as such Operating Agreement exists on the Effective Date of the merger, shall remain and be the Operating Agreement of the Surviving Company, until altered, amended, or repealed in accordance with the provisions thereof, the Articles of Organization of Rising Tide Car Wash – Coral Springs, LLC and Florida law.

7. Statement. The Surviving Company has agreed to pay to any members of any limited liability company with appraisal rights the amount to which such members are entitled under the provisions of Sections 605.1006 and 605.1061 through 605.1072 of the Florida Revised Limited Liability Company Act.

8. Effective Date. The merger shall be effective as of June 1, 2024 (the “Effective Date”).

Executed this 7th day of March, 2024.

Rising Tide Car Wash – Coral Springs, LLC
By: 
John R. D'Eri, Manager

10340 J&D LLC
By: 
John R. D'Eri, Manager

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J&D

GreenspoonMarder

ATTORNEYS AT LAW

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March 13, 2024

Amendment Section
Division of Corporations
The Centre of Tallahassee
2415 North Monroe Street
Suite 810
Tallahassee, Florida 32303

Federal Express

Re: Articles of Merger
10340 J&D LLC/Rising Tide Car Wash-Coral Springs, LLC

Gentlemen:

Enclosed are Articles of Merger providing for the merger of 10340 J&D LLC, a Florida limited liability company, into Rising Tide Car Wash-Coral Springs, LLC, a Florida limited liability company, along with a check in the amount of \$80.00, payable to Florida Department of State.

Please return a certified copy of the Articles of Merger to the undersigned in the enclosed Federal Express envelope.

If there are any questions, please call.

Very truly yours,


Brent D. Klein

Enclosures