

L21000304239

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AUG 27 2021

FILED
2021 AUG 27 AM 11:42
CLERK OF STATE
TALLAHASSEE, FL

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August 20, 2021

VIA USPS

FLORIDA DEPARTMENT OF STATE
AMENDMENT SECTION
DIVISION OF CORPORATIONS
The Center of Tallahassee,
2415 N. Monroe Street, Suite 810
Tallahassee, FL 32303

RE: TPI EDU, LLC (FL Document Number L21000304239, EIN: 87-1507698)
ARTICLES OF MERGER
MCM Law LLC Firm CHECK NO. 3343

Dear Sir or Madam:

Enclosed is the Articles of Merger pursuant to Section 605.1025, Florida Statutes, Section 16915(b) California Corporations Code, and Nevada Revised Statutes Sections 92A.100 and 92A.190. The Articles of Merger is being submitted to merge the following entities (collectively, the "MERGING PARTIES") into TPI EDU, LLC, a Florida Limited Liability Company ("SURVIVING ENTITY"):

- MERGING PARTIES:
 - TPI CALIFORNIA I, LIMITED PARTNERSHIP, a California Limited Partnership (CA Entity Number: 201432900020);
 - TPI CALIFORNIA STAR, LIMITED PARTNERSHIP, a California Limited Partnership (CA Entity Number 201433500009);
 - TPI NEVADA I, LIMITED PARTNERSHIP, a Nevada Limited Partnership (NV Business ID: NV20141739676);
 - TPI NEVADA STAR, LIMITED PARTNERSHIP, a Nevada Limited Partnership (NV Business ID NV20141725454).
- SURVIVING ENTITY:
 - TPI EDU, LLC, a Florida Limited Liability Company.

The Merger was pursuant to a Plan of Merger adopted by the General Partners and Limited Partners of the Merging Parties. The Plan of Merger was also adopted by the Authorized Members of the Surviving Entity. The approvals are reflected in Section 7 of the Articles of Merger. I have attached the Adobe sign audit report for the signatures by the General Partners and Authorized Members of the Merging Parties and the Surviving Entities, respectively.

Also enclosed is MCM Law LLC firm check no. 3343 in the amount of \$235.00. This covers the filing fee for the Articles of Merger, and is calculated as follows:

- MERGING PARTIES: \$210.00
 - TPI CALIFORNIA I, LIMITED PARTNERSHIP, a California Limited Partnership, \$52.50;
 - TPI CALIFORNIA STAR, LIMITED PARTNERSHIP, a California Limited Partnership, \$52.50;
 - TPI NEVADA I, LIMITED PARTNERSHIP, a Nevada Limited Partnership, \$52.50;
 - TPI NEVADA STAR, LIMITED PARTNERSHIP, a Nevada Limited Partnership, \$52.50.
- SURVIVING ENTITY: \$25.00
 - TPI EDU, LLC, a Florida Limited Liability Company, \$25.00.

Please file said Articles of Merger, and return the copy to me at the address listed above. I am not requesting certification.

Please do not hesitate to contact me if you need any additional information. I appreciate your time and consideration in this matter.

Sincerely,



Shine Lin

CC: TPI EDU, LLC
TPI California I, LP
TPI California Star, LP
TPI Nevada I, LP
TPI Nevada Star, LP

**Articles of Merger
For
Florida Limited Liability Company**

The following Articles of Merger is submitted to merge the following Florida Limited Liability Company(ies) in accordance with s. 605.1025, Florida Statutes.

FIRST: The exact name, form/entity type, and jurisdiction for each merging party are as follows:

<u>Name</u>	<u>Jurisdiction</u>	<u>Form/Entity Type</u>
<u>TPI California I, LP</u>	<u>California</u>	<u>Limited Partnership</u>
<u>TPI California Star, LP</u>	<u>California</u>	<u>Limited Partnership</u>
<u>TPI Nevada I, LP</u>	<u>Nevada</u>	<u>Limited Partnership</u>
<u>TPI Nevada Star, LP</u>	<u>Nevada</u>	<u>Limited Partnership</u>

SECOND: The exact name, form/entity type, and jurisdiction of the surviving party are as follows:

<u>Name</u>	<u>Jurisdiction</u>	<u>Form/Entity Type</u>
<u>TPI EDU, LLC</u>	<u>Florida</u>	<u>Limited Liability Company</u>

THIRD: The merger was approved by each domestic merging entity that is a limited liability company in accordance with ss.605.1021-605.1026; by each other merging entity in accordance with the laws of its jurisdiction; and by each member of such limited liability company who as a result of the merger will have interest holder liability under s.605.1023(1)(b).

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TALLAHASSEE, FL

FOURTH: Please check one of the boxes that apply to surviving entity: (if applicable)

- ☒ This entity exists before the merger and is a domestic filing entity, the amendment, if any to its public organic record are attached.
- ☐ This entity is created by the merger and is a domestic filing entity, the public organic record is attached.
- ☐ This entity is created by the merger and is a domestic limited liability partnership or a domestic limited liability partnership, its statement of qualification is attached.
- ☐ This entity is a foreign entity that does not have a certificate of authority to transact business in this state. The mailing address to which the department may send any process served pursuant to s. 605.0117 and Chapter 48, Florida Statutes is:

FIFTH: 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, F.S.

SIXTH: If other than the date of filing, the delayed effective date of the merger, which cannot be prior to nor more than 90 days after the date this document is filed by the Florida Department of State:

August 1, 2021

Note: If the date inserted in this block does not meet the applicable statutory filing requirements, this date will not be listed as the document's effective date on the Department of State's records.

SEVENTH: Signature(s) for Each Party:

Name of Entity/Organization:	Signature(s):	Typed or Printed Name of Individual:
TPI California I, LP	<u>David Phillips</u> David Phillips (Jul 29, 2021 11:51 PDT)	David Phillips, President, TPI California 2014, Inc., GP
TPI California Star, LP	<u>Gregory Rice</u>	Gregory Rice, President, TPI California Star 2014, Inc., GP
TPI Nevada I, LP	<u>Gregory Rice</u>	Gregory Rice, President, TPI Nevada I, 2014, Inc., GP
TPI Nevada Star, LP	<u>David Phillips</u> David Phillips (Jul 29, 2021 11:53 PDT)	David Phillips, President, TPI Nevada Star 2014, Inc., GP

Corporations:	Chairman, Vice Chairman, President or Officer (If no directors selected, signature of incorporator.)
General partnerships:	Signature of a general partner or authorized person
Florida Limited Partnerships:	Signatures of all general partners
Non-Florida Limited Partnerships:	Signature of a general partner
Limited Liability Companies:	Signature of an authorized person

Fees:	For each Limited Liability Company:	\$25.00	For each Corporation:	\$35.00
	For each Limited Partnership:	\$52.50	For each General Partnership:	\$25.00
	For each Other Business Entity:	\$25.00	<u>Certified Copy (optional):</u>	\$30.00

FOURTH: Please check one of the boxes that apply to surviving entity: (if applicable)

- ☐ This entity exists before the merger and is a domestic filing entity, the amendment, if any to its public organic record are attached.
- ☐ This entity is created by the merger and is a domestic filing entity, the public organic record is attached.
- ☐ This entity is created by the merger and is a domestic limited liability limited partnership or a domestic limited liability partnership, its statement of qualification is attached.
- ☐ This entity is a foreign entity that does not have a certificate of authority to transact business in this state. The mailing address to which the department may send any process served pursuant to s. 605.0117 and Chapter 48, Florida Statutes is:

FIFTH: This entity agrees to pay to members with appraisal rights the amount, to which members are entitled under ss.605.1006 and 605.1061-605.1072, F.S.

SIXTH: If other than the date of filing, the delayed effective date of the merger, which cannot be prior nor more than 90 days after the document is filed by the Florida Department of State:

NOTE: If the date inserted in this block does not meet the applicable statutory filing requirements, this date will not be listed as the document's effective date on the Department of State's records.

SEVENTH: Signature(s) for Each Party:

Name of Entity/Organization:

TPI EDU, LLC

Signature(s):

David Phillips
David Phillips (Jul 29, 2021 11:51 PDT)

Typed or Printed
Name of Individual:

David D. Phillips, Authorized Member

Corporations:

Chairman, Vice Chairman, President or Officer

(If no directors selected, signature of incorporator.)

General partnerships:

Signature of a general partner or authorized person

Florida Limited Partnerships:

Signatures of all general partners

Non-Florida Limited Partnerships:

Signature of a general partner

Limited Liability Companies:

Signature of an authorized person

Fees:

For each Limited Liability Company:

\$25.00

For each Corporation:

\$35.00

For each Limited Partnership:

\$52.50

For each General Partnership:

\$25.00

For each Other Business Entity:

\$25.00

Certified Copy (optional):

\$30.00