

7/29/2021

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MERGER OR SHARE EXCHANGE
HOUCK ASSET HOLDINGS, LLC

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ARTICLES OF MERGER
OF
HOUCK PARTNERSHIP, a Florida general partnership, and
HOUCK FAMILY PARTNERSHIP, a Florida general partnership,
WITH AND INTO
HOUCK ASSET HOLDINGS, LLC,
a Florida limited liability company

These Articles of Merger are submitted, in accordance with the applicable provisions of the Florida Revised Limited Liability Company Act (the "LLC Act"), with respect to the merger of (i) Houck Partnership, a Florida general partnership ("HP"), and (ii) Houck Family Partnership, a Florida general partnership ("HFP") (each a "Merging Entity" and, collectively, the "Merging Entities") with and into Houck Asset Holdings, LLC, a Florida limited liability company ("Holdings"). Holdings is hereinafter referred to as the "Surviving Entity" and the merger that is the subject of these Articles of Merger is hereinafter referred to as the "Merger").

1. HP is a Florida general partnership formed under the applicable laws of the State of Florida.
2. HFP is a Florida general partnership formed under the applicable laws of the State of Florida.
3. The Surviving Entity is a Florida limited liability company formed under the LLC Act by the filing of its articles of organization with the Florida Department of State on July 26, 2021.
4. The plan of merger for the Merger (the "Plan of Merger") was approved by a Unanimous Written Consent of the Partners of HP, dated as of July 27, 2021, in accordance with the applicable provisions of the Revised Uniform Partnership Act of 1995 (the "Partnership Act").
5. The Plan of Merger was approved by a Unanimous Written Consent of the Partners of HFP, dated as of July 27, 2021, in accordance with the applicable provisions of the Partnership Act.
6. The Plan of Merger was approved by a Unanimous Written Consent to Actions of the Members of the Surviving Entity, dated as of July 27, 2021 in accordance with the applicable provisions of the LLC Act.
7. The Surviving Entity exists before the merger and is a domestic filing entity.

8. The Surviving Entity agrees to pay any members with appraisal rights the amount, to which members are entitled under Sections 605.1006 and 605.1061-605.1072, Florida Statutes.

9. The effective time and date of the Merger is 11:59 p.m. on July 31, 2021.

IN WITNESS WHEREOF, the undersigned parties to the Merger have caused these Articles of Merger to be signed by their respective duly authorized representatives as of the date first written above.

HOUCK PARTNERSHIP, a Florida
general partnership

By: James D. Houck
James D. Houck, Managing Partner

HOUCK FAMILY PARTNERSHIP, a
Florida general partnership

By: James D. Houck
James D. Houck, Managing Partner

HOUCK ASSET HOLDINGS, LLC, a
Florida limited liability company

By: James D. Houck
James D. Houck, Manager

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