

L22.000345005

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP

☐ WAIT

MAIL

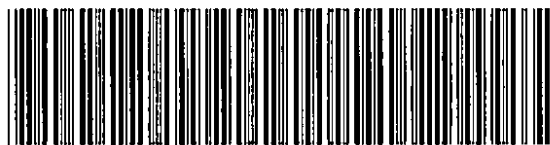
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



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merger

2023 FEB 23 AM 8:56

10

A. RAMSEY

FEB 24 2023

INSPECTOR'S OFFICE
INCORPORATIONS
TALLAHASSEE, FLORIDA

2023 FEB 15 PM 2:23

RECEIVED

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*02250, 07015, 00524, 00671	



FLORIDA DEPARTMENT OF STATE
Division of Corporations

February 21, 2023

CAPITAL CONNECTION, INC.

TALLAHASSEE, FL 32301

SUBJECT: VIPER WAYCROSS II, LLC
Ref. Number: L22000345005

We have received your document for VIPER WAYCROSS II, LLC and the authorization to debit your account in the amount of \$. However, the document has not been filed and is being returned for the following:

As a condition of a merger, pursuant to s.605.0212(8) and/or s.607.1622 (8), Florida Statutes, each party to the merger must be active and current in filing its annual reports with the Department of State through December 31 of the calendar year in which the articles of merger are submitted for filing.

You failed to make the correction(s) requested in our previous letter.

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) 245-6823.

Annette Ramsey
OPS

Letter Number: 123A00004104

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2023 FEB 23 PM 12:56

TALLAHASSEE, FL 32301



FLORIDA DEPARTMENT OF STATE
Division of Corporations

February 16, 2023

CAPITAL CONNECTION, INC.

TALLAHASSEE, FL 32301

SUBJECT: VIPER WAYCROSS II, LLC
Ref. Number: L22000345005

We have received your document for VIPER WAYCROSS II, LLC and the authorization to debit your account in the amount of \$50.00. However, the document has not been filed and is being returned for the following:

As a condition of a merger, pursuant to s.605.0212(8) and/or s.607.1622 (8), Florida Statutes, each party to the merger must be active and current in filing its annual reports with the Department of State through December 31 of the calendar year in which the articles of merger are submitted for filing.

Please see the attached merger form and include the sections that I have highlighted. Or use our merger form.

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) 245-6823.

Annette Ramsey
OPS

Letter Number: 923A00003799

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2023 FEB 20 PM 3:05
TALLAHASSEE, FL 32301

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

VIPER WAYCROSS II, LLC

Please Debit 120000000257 For: \$ 50

Thank you Seth Neeley

- ☐ Art of Inc. File _____
- ☐ LTD Partnership File _____
- ☐ Foreign Corp. File _____
- ☐ L.C. File _____
- ☐ Fictitious Name File _____
- ☐ Trade/Service Mark _____
- ☒ Merger File _____
- ☐ Art. of Amend. File _____
- ☐ RA Resignation _____
- ☐ Dissolution / Withdrawal _____
- ☐ Annual Report / Reinstatement _____
- ☐ Cert. Copy _____
- ☐ Photo Copy _____
- ☐ Certificate of Good Standing _____
- ☐ Certificate of Status _____
- ☐ Certificate of Fictitious Name _____
- ☐ Corp Record Search _____
- ☐ Officer Search _____
- ☐ Fictitious Search _____
- ☐ Fictitious Owner Search _____
- ☐ Vehicle Search _____
- ☐ Driving Record _____
- ☐ UCC 1 or 3 File _____
- ☐ UCC 11 Search _____
- ☐ UCC 11 Retrieval _____
- ☐ Courier _____

Signature

Requested by:

Name

Date

Time

Walk-In

Will Pick Up

Articles of Merger

The following Articles of Merger are submitted in accordance with Section 605.1025 of the Florida Revised Limited Liability Company Act (the "Act").

First:

The name and jurisdiction of the surviving entity:

Viper Waycross II, LLC, a Georgia 2225626271
Georgia limited liability
company ("Viper Georgia")

Second:

The name and jurisdiction of each merging entity:

Viper Waycross II, LLC, a Florida L22000345005
Florida limited liability
company ("Viper Florida")

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). The plan of merger was approved by the members of Viper Florida on December 30, 2022.

Fourth:

The surviving 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: 900 Old Roswell Lakes Parkway, Suite 310, Roswell, GA 30076. The Articles of Organization of Viper Georgia, the surviving limited liability company, are attached as Exhibit A.

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. The merger shall become effective on the date and time that these Articles of Merger are accepted by the Florida Department of State, Division of Corporations.

Sixth:

The participation of Viper Georgia in the merger was duly authorized in accordance with the organic laws of Viper Georgia.

Seventh:

It is agreed that, upon the merger becoming effective, the surviving limited liability company:

a. Appoints the Secretary of State of the State of Florida as its agent for service of process in a proceeding to enforce the rights of members of the Viper Florida, the merging entity, that exercise appraisal rights.

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b. Agrees to promptly pay any amount that the members of Viper Florida are entitled to under the provisions of the Act with respect to appraisal rights.

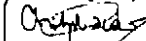
Eighth:

The undersigned has caused this statement to be signed by a duly authorized officer or manager who affirms, under penalties of perjury, that the facts stated above are true and correct.

Dated: December 30, 2022

Viper Waycross II, LLC, a Florida limited liability company

DocuSigned by:



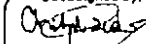
32EB3610081D495

Christopher Roberts, M.D., Manager

Dated: December 30, 2022

Viper Waycross II, LLC, a Georgia limited liability company

DocuSigned by:



32EB3610081D495

Christopher Roberts, M.D., Manager

EXHIBIT A

Certificate of Organization

(Articles of Organization)

STATE OF GEORGIA

Secretary of State

Corporations Division

313 West Tower

2 Martin Luther King, Jr. Dr.

Atlanta, Georgia 30334-1530

CERTIFICATE OF ORGANIZATION

I, **Brad Raffensperger**, the Secretary of State and the Corporation Commissioner of the State of Georgia, hereby certify under the seal of my office that

Viper Waycross II, LLC

a Domestic Limited Liability Company

has been duly organized under the laws of the State of Georgia on **12/07/2022** by the filing of articles of organization in the Office of the Secretary of State and by the paying of fees as provided by Title 14 of the Official Code of Georgia Annotated.

WITNESS my hand and official seal in the City of Atlanta
and the State of Georgia on **12/13/2022**.



Brad Raffensperger

Brad Raffensperger
Secretary of State

ARTICLES OF ORGANIZATION

Electronically Filed

Secretary of State

Filing Date: 12/7/2022 10:52:24 AM

BUSINESS INFORMATION

CONTROL NUMBER	22256271
BUSINESS NAME	Viper Waycross II, LLC
BUSINESS TYPE	Domestic Limited Liability Company
EFFECTIVE DATE	12/07/2022

PRINCIPAL OFFICE ADDRESS

ADDRESS	900 Old Roswell Lakes Parkway, Suite 310, Roswell, GA, 30076, USA
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REGISTERED AGENT

NAME	ADDRESS	COUNTY
Cogency Global Inc.	900 Old Roswell Lakes Parkway, Suite 310, Roswell, GA, 30076, USA	Fulton

ORGANIZER(S)

NAME	TITLE	ADDRESS
Christopher Roberts, MD	ORGANIZER	10475 Centurion Parkway N, Suite 201, Jacksonville, FL, 32256, USA

OPTIONAL PROVISIONS

N/A

AUTHORIZER INFORMATION

AUTHORIZER SIGNATURE	Christopher Roberts
AUTHORIZER TITLE	Manager