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**MERGER OR SHARE EXCHANGE**  
**Almond Five, LLC**

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## COVER LETTER

H220003308793

TO: Amendment Section  
Division of Corporations

SUBJECT: Almond Five LLC

Name of Surviving Party

The enclosed Certificate of Merger and fee(s) are submitted for filing.

Please return all correspondence concerning this matter to:

Kevin Carmichael

Contact Person

Quarles & Brady LLP

Firm/Company

1395 Panther Lane

Address

Naples, FL 34109

City, State and Zip Code

lorijane.graham@quarles.com

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Kevin Carmichael at 239 434-4931

Name of Contact Person

Area Code

Daytime Telephone Number

☐ Certified copy (optional) \$30.00

**STREET ADDRESS:**

Amendment Section  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301

**MAILING ADDRESS:**

Amendment Section  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314

CR2E080 (2/20)

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2022 OCT 12 AM 9:12

DIVISION OF CORPORATIONS  
TALLAHASSEE, FL

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**ARTICLES OF MERGER  
OF  
ALMOND FIVE, LLC  
a Kentucky limited liability company  
and  
ALMOND FIVE, LLC  
a Florida limited liability company**

2022 OCT 12 AM 9:12

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Almond Five, LLC, a Kentucky Limited Liability Company ("AFKY"), and Almond Five, LLC, a Florida Limited Liability Company ("AFFL"), jointly and severally adopt the following Articles of Merger for the purpose of merging AFKY with and into AFFL (the "Merger") pursuant to Chapter 605, Florida Statutes and Chapter 275, Kentucky Revised Statutes.

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

Name	Entity Type	Jurisdiction	ID Number
Almond Five, LLC	Limited Liability Company	Kentucky	1156319
Almond Five, LLC	Limited Liability Company	Florida	L22000412350

**SECOND:** The exact name, entity type, and jurisdiction of the surviving entity is as follows:

Name	Entity Type	Jurisdiction	ID Number
Almond Five, LLC 4427 Wayside Drive Naples FL 34119	Limited Liability Company	Florida	L22000412350

**THIRD:** The attached Plan of Merger was approved by AFFL in accordance with the applicable provisions of Chapter 605, Florida Statutes, and was adopted by the unanimous written consent of the Member and Managers of AFFL on September 7, 2022.

**FOURTH:** The attached Plan of Merger was approved by AFKY in accordance with the applicable provisions of KRS §§275.350 and 275.355, and was adopted by the unanimous written consent of the and Managers of AFKY on September 7, 2022.

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**FIFTH:** The manner and basis of converting the interests, shares, obligations of the parties to the merger are as follows:

100% of the Member Interests of AFKY shall become 100% of the Member Interests of AFFL.

**SIXTH:** AFFL agrees that it may be served with process by the Commonwealth of Kentucky in any proceeding for enforcement of any obligation of any constituent business entity party to the merger that was organized under the laws of Kentucky, as well as for enforcement of any obligation of the surviving business entity arising from the merger, and appoints the Secretary of State of the State of Kentucky as its agent for service of process in any such proceeding. The surviving entity provides the following address to which a copy of the process shall be mailed to it by the Secretary of State:

Almond Five, LLC  
4427 Wayside Drive  
Naples FL 34119

**SEVENTH:** The effective date of the Merger shall be October 12, 2022.

**IN WITNESS WHEREOF,** these Articles of Merger have been executed by the merging parties, AFKY and AFFL, as shown below.

Merging Limited Liability Company

Almond Five, LLC,  
a Kentucky Limited Liability Company

Surviving Limited Liability Company

Almond Five, LLC,  
a Florida Limited Liability Company



Nicholas Almond  
Manager

Date: 09/17/2022



Nicholas Almond  
Manager

Date: 09/17/2022

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