

L23000083163

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

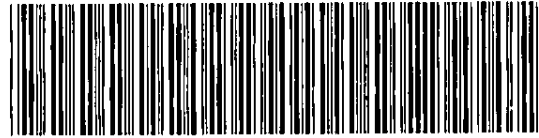
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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2023 FEB 23 AM 10:27

STATE OF FLORIDA

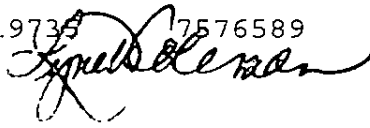
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2023 FEB 23 PM 3:38

DIRECTOR'S OFFICE
STATE OF FLORIDA

2/24/2023

CORPORATION SERVICE COMPANY
1201 Hays Street
Tallahassee, FL 32301
Phone: 850-558-1500

ACCOUNT NO. : I20000000195
REFERENCE : 519735 7576589
AUTHORIZATION : 
COST LIMIT : \$ 50.00

ORDER DATE : February 23, 2023
ORDER TIME : 1:32 PM
ORDER NO. : 519735-005
CUSTOMER NO: 7576589

ARTICLES OF MERGER

DLSF GP, LLC

INTO

DLSF GP, LLC

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

____ CERTIFIED COPY
XX _____ PLAIN STAMPED COPY

CONTACT PERSON: Eyliena Baker

EXAMINER'S INITIALS: _____

Articles of Merger
For
Florida Limited Liability Company

FILED

2023 FEB 23 AM 10:28

DEPT. OF REVENUE

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>
DLSF GP, LLC	ILLINOIS	LLC
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____

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>
DLSF GP, LLC	FLORIDA	LLC
_____	_____	_____

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).

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


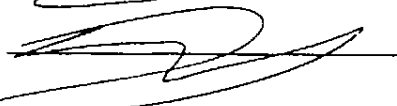
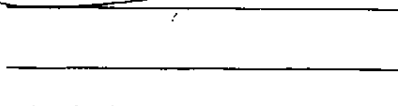
- ☐ This entity exists before the merger and is a domestic filing entity, the amendment, if any to its public organic record are attached.
- ☐ This entity is created by the merger and is a domestic filing entity, the public organic record is attached.
- ☐ This entity is created by the merger and is a 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 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:

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:
DLSF GP, LLC		DAVID L. STEINBERG, MGF
DLSF GP, LLC		DAVID L. STEINBERG, MGF
		

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

<u>Fees:</u>	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

MERGER AGREEMENT

DLSF GP, LLC, an Illinois Limited Liability Company and DLSF GP, LLC, a Florida Limited Liability Company, do hereby enter into the Merger Agreement for good and valuable considerations, the receipt of which is acknowledged by all parties, and state:

1. **Merger:** DLSF GP, LLC, an Illinois Limited Liability Company and DLSF GP, LLC, a Florida Limited Liability Company shall merge into DLSF GP, LLC, a Florida Limited Liability Company. The surviving entity shall be DLSF GP, LLC, a Florida Limited Liability Company.

2. **Effective Date:** The parties shall treat this merger in all respects as being effective February 7, 2023. However, this shall not prevent the parties from filing the appropriate instruments with the Division of Corporations of the Delaware Secretary of State office and the Florida Secretary of State office in order to legally accomplish the merger.

3. **Transfer of Assets:** The parties agree that, as a part of this merger, they shall take such action as to reflect DLSF GP, LLC, a Florida Limited Liability Company as being the owner of the assets of the former DLSF GP, LLC, an Illinois Limited Liability Company assets as a result of this merger.

4. **No Change to Organic Document:** DLSF GP, LLC was formed in the State of Florida on February 15, 2023 in contemplation of this merger. No changes to its organic document (Articles of Organization) are required by virtue of this merger.

5. **Miscellaneous:** The parties agree to take such other and further action as is necessary to effect the merger contemplated by this Agreement.

EXECUTED this February 23, 2023.

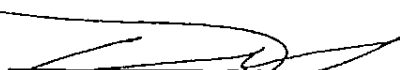
DLSF GP, LLC, an Illinois Limited Liability Company



David L. Steinberg

Its: Manager

DLSF GP, LLC, a Florida Limited Liability Company



David L. Steinberg

Its: Manager