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Florida Department of State  
Division of Corporations  
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**MERGER OR SHARE EXCHANGE  
40 GRACE COURT LLC**

Certificate of Status	0
Certified Copy	0
Page Count	03
Estimated Charge	\$75.00

\$50.00

**ARTICLES OF MERGER  
FOR  
FLORIDA LIMITED LIABILITY COMPANY**

The following Articles of Merger is submitted to merge the following Florida Limited Liability Company 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>
Gentile LLC	New York	Limited liability company
40 Grace Court LLC	Florida	Limited liability company

**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>
40 Grace Court LLC	Florida	Limited liability company

**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:** This entity exists before the merger and is a domestic filing entity.

**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:** The merger is to become effective on the later of the date of filing of a certificate of merger with the New York Department of State and the filing of articles of merger with the Florida Department of State.

**Note:** If the date inserted above 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.

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**SEVENTH:** Signatures for Each Party:

<u>Name of Entity/Organization</u>	<u>Signature</u>	<u>Typed or Printed Name of Individual</u>
Gentile LLC	<u>David Gentile</u>	David Gentile
40 Grace Court LLC	<u>David Gentile</u>	David Gentile

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