

L98000001594

(Requestor's Name)

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(City/State/Zip/Phone #)

☐ PICK-UP

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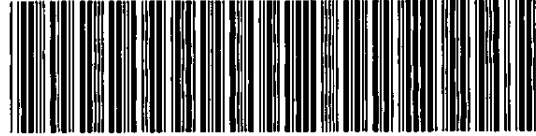
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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2018 MAY 10 AM 8:55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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DEPARTMENT OF STATE
16 MAY 10 PM 12:31

*Morgan
all
5/11/18*

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

ACCOUNT NO. : I20000000195
REFERENCE : 136469 7179256
AUTHORIZATION : 
COST LIMIT : \$ 80.00

ORDER DATE : May 10, 2016
ORDER TIME : 11:39 AM
ORDER NO. : 136469-005
CUSTOMER NO: 7179256

ARTICLES OF MERGER

HIDDEN LAKE 2 LLC

INTO

COLLIER VENTURE ONE LLC

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY

CONTACT PERSON: Courtney Williams

EXAMINER'S INITIALS: _____

FILED
2016 MAY 10 AM 8:55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF MERGER

The following Articles of Merger are submitted in accordance with Section 605.1025, Florida Statutes.

Article I - Merging Entity

The name, jurisdiction of formation, and type of entity of the merging entity is as follows:

Hidden Lake 2 LLC, a Florida limited liability company

Article II - Surviving Entity

The name, jurisdiction of formation, and type of entity of the surviving entity is as follows:

Collier Venture One LLC, a Florida limited liability company

Article III - Approval

This merger was approved by each merging entity in accordance with the provisions of Sections 605.1021-605.1026, Florida Statutes. This merger was also approved by each member of each merging entity who, as a result of the merger, will have interest holder liability under Section 605.1023(1)(b) and whose approval is required. This merger was approved by all members of the merging entity and the surviving entity. There are no other merging entities. The Plan of Merger attached to these Articles of Merger meets the requirements of Chapter 605, Florida Statutes.

Article IV - Amendments to Public Record of Surviving Entity

None.

Article IV - Applicable Law

The merger is permitted under the respective laws of all applicable jurisdictions and is not prohibited by the articles of organization of any limited liability company that is a party to the Merger.

Article V - Effective Date

The merger shall become effective on the date these Articles of Merger are filed with the Florida Department of State.

Articles of Merger

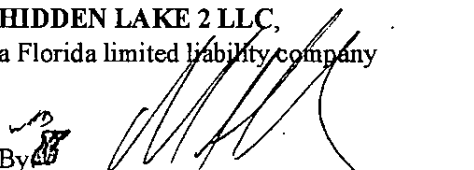
Article VI — Appraisal Rights

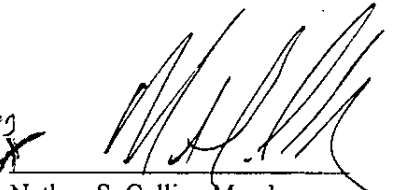
The surviving entity has agreed to pay to any members of any limited liability company with appraisal rights the amount to which such members are entitled under the provisions of Sections 605.1006 and 605.1061-605.1072, Florida Statutes

The undersigned have duly executed this Articles of Merger.

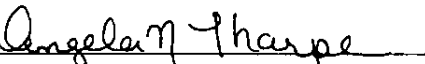
MERGING ENTITY:

HIDDEN LAKE 2 LLC,
a Florida limited liability company

By: 
Nathan S. Collier, as Manager

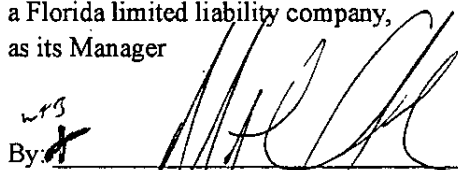


Nathan S. Collier, Member

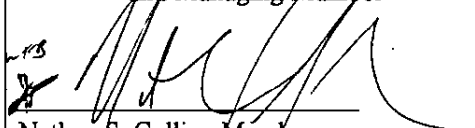
COURTLAND ALDEN COLLIER
IRREVOCABLE TRUST FOR THE BENEFIT OF
NATHAN S. COLLIER, Member

By: 
Angela N. Tharpe, Trustee

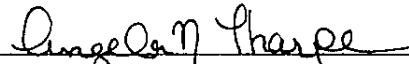
SURVIVING ENTITY:

COLLIER VENTURE ONE LLC,
a Florida limited liability company

By: **CVO Manager LLC,**
a Florida limited liability company,
as its Manager

By: 
Nathan S. Collier, as its sole Member
and Managing Member


Nathan S. Collier, Member

COURTLAND ALDEN COLLIER
IRREVOCABLE TRUST FOR THE BENEFIT
OF NATHAN S. COLLIER, as Member

By: 
Angela N. Tharpe, Trustee

PLAN OF MERGER

The following Plan of Merger is adopted and approved in all respects by each party to the merger in accordance with Sections 605.1021-605.1023, Florida Statutes.

Article I - Merging Entity

The name, jurisdiction and entity type of the merging entity is as follows: Hidden Lake 2 LLC, a Florida limited liability company ("Hidden Lake").

Article II - Surviving Entity

The name, jurisdiction and entity type of the surviving entity is as follows: Collier Venture One LLC, a Florida limited liability company ("CVO").

Article III - Manner and Basis of Converting Interests

Prior to the Merger, Hidden Lake was owned by Courtland Alden Collier Irrevocable Trust for the Benefit of Nathan S. Collier (76.6%) and Nathan S. Collier (23.4%), and its manager was Nathan S. Collier. Prior to the Merger, CVO was owned by Courtland Alden Collier Irrevocable Trust for the Benefit of Nathan S. Collier (28.5%) and Nathan S. Collier (71.5%), and its manager was CVO Manager LLC. On the effective date of the Merger, and without any further action by the parties: (i) the ownership interest of the members of Hidden Lake shall automatically be canceled; (ii) 100% of the Membership Interests in CVO will be owned as follows: Courtland Alden Collier Irrevocable Trust for the Benefit of Nathan S. Collier (51%) and Nathan S. Collier (49%), and its manager will continue to be CVO Manager LLC.

Article IV: Terms and Conditions; Effect of Merger

The terms and conditions of the merger are as follows: Hidden Lake 2 LLC, a Florida limited liability company ("Hidden Lake") shall merge into Collier Venture One LLC, a Florida limited liability company ("CVO") in accordance with this Plan of Merger (the "Merger"). The rights, property and liability of Hidden Lake and CVO shall be combined into a single entity under the Merger and the separate existence of Hidden Lake shall cease. All assets, properties, rights, privileges and franchises of Hidden Lake shall vest in CVO, and all debts and liabilities of Hidden Lake shall become debts and liabilities of CVO. The Articles of Organization and Rules and Regulations, as amended, of CVO will be the Articles of Organization and Rules and Regulations, as amended, of the surviving entity, until amended in accordance with the

provisions thereof and applicable law. Promptly following the execution of this Plan of Merger by the Manager and members of Hidden Lake and the Manager and members of CVO, the Manager of Hidden Lake and the Manager of CVO shall file Articles of Merger with the Florida Secretary of State.

This Plan of Merger may be executed in any number of counterparts. These executions may be transmitted to the Company and/or the other parties by facsimile or other electronic transmission and shall have the effect of an original signature. All fully executed counterparts shall be construed together and shall constitute one document.

The undersigned have duly executed and approved this Plan of Merger.

| <u>MERGING ENTITY:</u> | <u>SURVIVING ENTITY:</u> |
|---|---|
| HIDDEN LAKE 2 LLC, a Florida limited liability company By:  Nathan S. Collier, as Manager | COLLIER VENTURE ONE LLC, a Florida limited liability company By: CVO Manager LLC, a Florida limited liability company, as its Manager By:  Nathan S. Collier, as its sole Member and Managing Member |
|  Nathan S. Collier, Member |  Nathan S. Collier, Member |
| COURTLAND ALDEN COLLIER IRREVOCABLE TRUST FOR THE BENEFIT OF NATHAN S. COLLIER, Member By:  Angela N. Tharpe, Trustee | COURTLAND ALDEN COLLIER IRREVOCABLE TRUST FOR THE BENEFIT OF NATHAN S. COLLIER, as Member By:  Angela N. Tharpe, Trustee |