

Florida Department of State  
Division of Corporations  
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MERGER OR SHARE EXCHANGE  
1889, LLC

Certificate of Status	0
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March 15, 2019

FLORIDA DEPARTMENT OF STATE  
Division of Corporations

1889, LLC  
1258 N. PALM AVENUE  
SARASOTA, FL 34236

SUBJECT: 1889, LLC  
REF: L98000003142

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

As a condition of a merger, pursuant to s.605.0212(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.

If you have any questions concerning the filing of your document, please call (850) 245-6050.

Irene Albritton  
Regulatory Specialist II

FAX Aud. #: H19000086638  
Letter Number: 619A00005198

H19000086638 3

**ARTICLES OF MERGER OF  
YACHT CENTER LAND COMPANY, L.L.C.,  
INTO  
1889, LLC**

**FILED**  
2019 APR -1 AM 10:48  
STATE OF FLORIDA  
CLERK OF THE COURT

1889, LLC, a Florida limited liability company ("1889"), hereby delivers to the Florida Department of State for filing the following Articles of Merger for the merger of YACHT CENTER LAND COMPANY, L.L.C., a Florida limited liability company ("Land Company"), with and into 1889. 1889 will be the surviving business entity.

1. A true copy of the Plan of Merger is attached hereto as "Exhibit A" (the "Plan of Merger").
2. The foregoing Plan of Merger was approved by 1889 in accordance with Section 605.1023, Florida Statutes.
3. The foregoing Plan of Merger was approved by Land Company in accordance with Section 605.1023, Florida Statutes.
4. 1889 agrees to pay any members with appraisal rights the amount, to which members are entitled under Sections 605.1006 and 605.1061 through 605.1072, Florida Statutes.
5. The effective date of the merger is the date these Articles of Merger are filed with the Department of State.

[Signatures appear on following page.]

H19000086638 3

IN WITNESS WHEREOF, these Articles of Merger have been executed and delivered this 14th day of March 2019

YACHT CENTER LAND COMPANY, L.L.C.,  
a Florida limited liability company

By: Betsy Kane-Hartnett  
Betsy Kane-Hartnett  
As its Manager

By: \_\_\_\_\_  
Kim K. Githler  
As its Manager

By: Elita Krums-Kane  
Elita Krums-Kane  
As its Manager

1889, LLC,  
a Florida limited liability company

By: Betsy Kane-Hartnett  
Betsy Kane-Hartnett  
As its Manager

By: \_\_\_\_\_  
Kim K. Githler  
As its Manager

By: Elita Krums-Kane  
Elita Krums-Kane  
As its Manager

H19000086638 3

IN WITNESS WHEREOF, these Articles of Merger have been executed and delivered this 14th day of March 2019.

**YACHT CENTER LAND COMPANY, L.L.C.,**  
a Florida limited liability company

By: \_\_\_\_\_  
Betsy Kane-Hartnett  
As its Manager

By: Kim K. Githler  
Kim K. Githler  
As its Manager

By: \_\_\_\_\_  
Elita Krums-Kane  
As its Manager

**1889, LLC,**  
a Florida limited liability company

By: \_\_\_\_\_  
Betsy Kane-Hartnett  
As its Manager

By: Kim K. Githler  
Kim K. Githler  
As its Manager

By: \_\_\_\_\_  
Elita Krums-Kane  
As its Manager

H19000086638 3

**EXHIBIT A**  
**PLAN OF MERGER**  
**OF**  
**YACHT CENTER LAND COMPANY, L.L.C.,**  
**WITH AND INTO**  
**1889, LLC**

Yacht Center Land Company, L.L.C., a Florida manager-managed limited liability company, and 1889, LLC, a Florida manager-managed limited liability company, hereby adopt and approve the following plan as the Plan of Merger required by Section 605.1022, Florida Statutes. The terms of the Plan of Merger are as follows:

1. The names of the business entities planning to merge are Yacht Center Land Company, L.L.C., a Florida manager-managed limited liability company ("Land Company"), and 1889, LLC, a Florida manager-managed limited liability company ("1889"). As a result of the merger, Land Company will be merged with and into 1889. 1889 will be the surviving business entity.
2. The merger will be effective on the date the Articles of Merger are filed with the Department of State (the "Effective Date").
3. As a result of the merger, the membership interests in Land Company will be cancelled. No change will occur in the membership interests of 1889.
4. The Members of 1889 having a membership interest in 1889 immediately prior to the Effective Date will hold the same membership interest, with identical designations, preferences, limitations, and relative rights, immediately after the merger.
5. The Members and Managers of Land Company and the Members and Managers of 1889 are hereby authorized to amend this plan at any time prior to the filing of the Articles of Merger, to the extent permitted by law.