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#### **COVER LETTER**

TO: Amendment Section Division of Corporations		
SUBJECT: Mortham Governmen	ital Consultants LLC	
Name of Sur	viving Party	
The enclosed Certificate of Merger and fee(s)	) are submitted for filing.	
Please return all correspondence concerning to	this matter to:	
Sandra Mortham		
Contact Person		
Mortham Governmental Consulta	ants LLC	
Firm/Company	·.	
6675 Weeping Willow Way		
Address		
Tallahassee, FL 32311		
City, State and Zip Code	**************************************	
smortham@aol.com		
E-mail address: (to be used for future annual re	port notification)	
For further information concerning this matter	т, please call:	
Sandra Mortham	at (850 ) 251-2283	
Name of Contact Person	Area Code and Daytime Telephone Number	
Certified copy (optional) \$30.00		
STREET ADDRESS:	MAILING ADDRESS:	
Amendment Section	Amendment Section	
Division of Corporations	Division of Corporations	
Clifton Building	P. O. Box 6327	
2661 Executive Center Circle	Tallahassee, FL 32314	
Tallahassee, FL 32301		

# Certificate of Merger For Florida Limited Liability Company

The following Certificate of Merger is submitted to merge the following Florida Limited Liability Company(ies) in accordance with s. 608.4382, Florida Statutes.

<u>FIRST:</u> The exact name, form/entity type, and jurisdiction for each <u>merging</u> party are as follows:

<u>Name</u>	<u>Jurisdiction</u>	Form/Entity Type
North Florida Property Partners LLC	Florida	LLC
Mortham Governmental Consultants LLC	Florida	LLC
······································		
	<del>- ,</del>	
SECOND: The exact name, form/er as follows:	ntity type, and jurisdic	ction of the <u>surviving</u> party are
<u>Name</u>	<u>Jurisdiction</u>	Form/Entity Type
Mortham Governmental Consultants LLC	Florida	LLC

<u>THIRD:</u> The attached plan of merger was approved by each domestic corporation, limited liability company, partnership and/or limited partnership that is a party to the merger in accordance with the applicable provisions of Chapters 607, 608, 617, and/or 620, Florida Statutes.

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SECRETARY OF STATE

<b>FOURTH:</b> The attached plan of merger was approved by each other business entity that is a party to the merger in accordance with the applicable laws of the state, country or jurisdiction under which such other business entity is formed, organized or incorporated.
FIFTH: If other than the date of filing, the 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:
<b>SIXTH:</b> If the surviving party is not formed, organized or incorporated under the laws of Florida, the survivor's principal office address in its home state, country or jurisdiction is as follows:
<b>SEVENTH:</b> If the survivor is not formed, organized or incorporated under the laws of Florida, the survivor agrees to pay to any members with appraisal rights the amount, to which such members are entitles under ss.608.4351-608.43595, F.S.
<b>EIGHTH:</b> If the surviving party is an out-of-state entity not qualified to transact business in this state, the surviving entity:
a.) Lists the following street and mailing address of an office, which the Florida Department of State may use for the purposes of s. 48.181, F.S., are as follows:
Street address: 6675 Weeping Willow Way  Tallahassee, FL 32311
Tallahassee, FL 32311
Mailing address: 6675 Weeping Willow Way
Tallahassee, FL 32311

b.) Appoints the Florida Secretary of State as its agent for service of process in a proceeding to enforce obligations of each limited liability company that merged into such entity, including any appraisal rights of its members under ss.608.4351-608.43595, Florida Statutes.

#### **NINTH:** Signature(s) for Each Party:

Name of Entity/Organization: North Florida Property Partners LLC	Signature(s):	Typed or Printed Name of Individual: Sandra Mortham
Mortham Governmental Consultants LLC		Sandra Mortham
	and the state of t	

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 a member or authorized representative

Fees:	For each Limited Liability Company: For each Corporation:	\$25.00 \$35.00
	For each Limited Partnership:	\$52.50
	For each General Partnership:	\$25.00
	For each Other Business Entity:	\$25.00

**Certified Copy (optional):** 

\$30.00

## PLAN OF MERGER

FIRST: The exact name, form/entity	type, and jurisdiction	for each merging party are as
follows: Name	Jurisdiction	Form/Entity Type
<del></del>		
North Florida Property Partners LLC	Florida	LLC
Mortham Governmental Consultants LLC	Florida	LLC
SECOND: The exact name, form/en as follows:	tity type, and jurisdict	ion of the <u>surviving</u> party are
Name	<u>Jurisdiction</u>	Form/Entity Type
Mortham Governmental Consultants LLC	Florida	LLC
THIRD: The terms and conditions of	f the merger are as fol	lows:
The current members of N	lorth Florida Pr	operty Partners LLC
and Mortham Governm	ental Consult	ants LLC and their
Articles of Organization	n are identica	ıf.
	**************************************	
(Attach add	itional sheet if necess	ary)

### **FOURTH:**

A. The manner and basis of converting the interests, shares, obligations or other securities of each merged party into the interests, shares, obligations or others securities of the survivor, in whole or in part, into cash or other property is as follows:
(Attach additional sheet if necessary)
B. The manner and basis of converting <u>rights to acquire</u> the interests, shares, obligations or other securities of each merged party into <u>rights to acquire</u> the interests, shares, obligations or others securities of the survivor, in whole or in part, into cash or other property is as follows:
(Attach additional sheet if necessary)

<b><u>FIFTH:</u></b> Any statements that are required by the laws under which each other business
entity is formed, organized, or incorporated are as follows:
(Attach additional sheet if necessary)
SIXTH: Other provisions, if any, relating to the merger are as follows:
The current members of North Florida Property Partners LLC
and Mortham Governmental Consultants LLC and their
Articles of Organization are identical.
(Attach additional sheet if necessary)