

9/25/12

Division of Corporations

**M120002351713**  
Florida Department of State  
Division of Corporations  
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To:

Division of Corporations  
Fax Number : (850) 617-6380

From:

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Account Number : I20000000130  
Phone : (561) 864-5100  
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FLORIDA  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

**\*\*Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.\*\***

Email Address: Steinberg@Mindfulproperties.com

**MERGER OR SHARE EXCHANGE**

**Lake Worth Self Storage, LLC**

|                       |         |
|-----------------------|---------|
| Certificate of Status | 1       |
| Certified Copy        | 1       |
| Page Count            | 07      |
| Estimated Charge      | \$77.50 |

**B. KOHR**

87.50

SEP 26 2012

**EXAMINER**

**Articles of Merger  
For  
Florida Profit or Non-Profit Corporation**

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The following Articles of Merger are submitted to merge the following Florida Profit and/or Non-Profit Corporation(s) in accordance with s. 607.1109 or 617.0302, 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> |
|-------------------------------|---------------------|-------------------------|
| Lake Worth Self-Storage, Inc. | Florida             | Corporation             |
| <u>PO3000042874</u>           |                     |                         |
|                               |                     |                         |
|                               |                     |                         |

**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> |
|------------------------------|---------------------|-------------------------|
| Lake Worth Self Storage, LLC | Delaware            | limited liability       |

**THIRD:** 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.

**FOURTH:** 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:

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**SIXTH:** 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:

8135 Lake Worth Road

Suite B

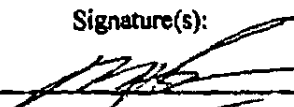
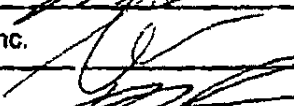

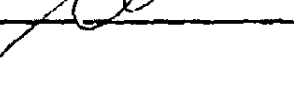
Lake Worth, Florida 33467

**SEVENTH:** If the surviving party is an out-of-state entity, the surviving entity:

a.) Appoints the Florida Secretary of State as its agent for service of process in a proceeding to enforce any obligation or the rights of dissenting shareholders of each domestic corporation that is party to the merger.

b.) Agrees to promptly pay the dissenting shareholders of each domestic corporation that is a party to the merger the amount, if any, to which they are entitled under s. 607.1302, F.S.

**EIGHTH:** Signature(s) for Each Party:

| Name of Entity/Organization:  | Signature(s):                                                                     | Typed or Printed<br>Name of Individual: |
|-------------------------------|-----------------------------------------------------------------------------------|-----------------------------------------|
| Lake Worth Self-Storage, Inc. |  | Martin Pechter                          |
| Lake Worth Self-Storage, Inc. |  | Jeffrey Pechter                         |
| Lake Worth Self Storage, LLC  |  | Martin Pechter                          |
| Lake Worth Self Storage, LLC  |  | Jeffrey Pechter                         |

|                                   |                                                                                                         |
|-----------------------------------|---------------------------------------------------------------------------------------------------------|
| Corporations:                     | Chairman, Vice Chairman, President or Officer<br>(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:** \$35.00 Per Party

**Certified Copy (optional):** \$8.75

## PLAN OF MERGER

**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> |
|-------------------------------|---------------------|-------------------------|
| Lake Worth Self-Storage, Inc. | Florida             | Corporation             |
|                               |                     |                         |
|                               |                     |                         |
|                               |                     |                         |

**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> |
|------------------------------|---------------------|-------------------------|
| Lake Worth Self-Storage, LLC | Delaware            | limited liability       |

**THIRD:** The terms and conditions of the merger are as follows:

The Florida entity shall be merged into the Delaware entity. Upon completion of the merger the Florida entity shall cease to exist. The shares in the Florida entity will be converted to membership interests in the new entity.

*(Attach additional sheet if necessary)*

**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:

(a) Each issued and outstanding share of stock of Lake Worth Self-Storage, Inc.,  
on the effective date shall be cancelled.

(b) On the effective date of the merger, stockholder Martin Pechter shall exchange his fifty  
percent (50%) shares and stockholder Jeffrey Pechter shall exchange his fifty percent (50%) shares  
in Lake Worth Self-Storage Inc for fifty percent interest (50%) membership interest each in  
Lake Worth Self Storage, LLC.

*(Attach additional sheet if necessary)*

B. The manner and basis of converting the rights to acquire the interests, shares,  
obligations or other securities of each merged party into the rights to acquire the interests,  
shares, obligations or others securities of the survivor, in whole or in part, into cash or  
other property is as follows:

N/A

*(Attach additional sheet if necessary)*

**FIFTH:** If a partnership is the survivor, the name and business address of each general partner is as follows:

N/A

*(Attach additional sheet if necessary)*

**SIXTH:** If a limited liability company is the survivor, the name and business address of each manager or managing member is as follows:

Jeffrey Pechter, Manager

8135 Lake Worth Road #B

Lake Worth, Florida 33467

*(Attach additional sheet if necessary)*

**SEVENTH:** Any statements that are required by the laws under which each other business entity is formed, organized, or incorporated are as follows:

N/A

*(Attach additional sheet if necessary)*

**EIGHTH:** Other provision, if any, relating to the merger are as follows:

N/A

*(Attach additional sheet if necessary)*