

M17000002944

Florida Department of State
Division of Corporations
Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

((H170000869293)))



H170000869293ABC9

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To: Division of Corporations
Fax Number : (850) 617-6383

From: Account Name : C T CORPORATION SYSTEM
Account Number : FCA000030023
Phone : (614) 280-3338
Fax Number : (954) 208-0845

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

Email Address: _____

Foreign Limited Liability Company
Lynn Electronics, LLC

| | |
|-----------------------|----------|
| Certificate of Status | 0 |
| Certified Copy | 0 |
| Page Count | 03 |
| Estimated Charge | \$125.00 |

17 MAR 30 AM 10:51

FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

2017 APR -5 PM 2:48

APR 06 2017

S. YOUNG

Electronic Filing Menu

Corporate Filing Menu

Help

850-617-6381

4/4/2017 10:17:17 AM PAGE 1/001 Fax Server



April 4, 2017

FLORIDA DEPARTMENT OF STATE
Division of Corporations

C T CORPORATION SYSTEM

SUBJECT: LYNN ELECTRONICS, LLC
REF: W17000028218

***Please Honor Original Submission Date

***Please see attached Letter as Provided (9pgs) per request

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.

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of a voluntarily dissolved business entity. The name of a voluntarily dissolved business entity is not available for the assumption or use by another entity until 120 days after the effective date of dissolution unless the dissolved business entity provides the Department of State with an affidavit or letter, stating that they have no intention of revoking the dissolution, therefore, releasing the name for use to another entity.

If you have any further questions concerning your document, please call (850) 245-6051.

Dionne M Pijaux
Regulatory Specialist
Registration Section

FAX Aud. #: H17000086929
Letter Number: 817A00006389

FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
17 MAR 30 AM 10:51

**APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY FOR AUTHORIZATION TO TRANSACT BUSINESS
IN FLORIDA**

IN COMPLIANCE WITH SECTION 605.0902, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN LIMITED LIABILITY COMPANY TO TRANSACT BUSINESS IN THE STATE OF FLORIDA:

1. Lynn Electronics, LLC
(Name of Foreign Limited Liability Company; must include "Limited Liability Company," "L.L.C.," or "LLC.")
- (If name unavailable, enter alternate name adopted for the purpose of transacting business in Florida. The alternate name must include "Limited Liability Company," "L.L.C.," or "LLC.")
2. Delaware
(Jurisdiction under the law of which foreign limited liability company is organized)
3. _____
(FBI number, if applicable)
4. March 27, 2017
(Date first transacted business in Florida, if prior to registration.)
(See sections 605.0904 & 605.0905, F.S. to determine penalty liability)
5. 154 Railroad Drive, Ivyland, Pennsylvania 18974
(Street Address of Principal Office)
6. 154 Railroad Drive, Ivyland, Pennsylvania 18974
(Mailing Address)
7. Name and street address of Florida registered agent: (P.O. Box **NOT** acceptable)
 Name: C T Corporation System
 Office Address: 1200 South Pine Island Road
Plantation, Florida 33324
 (City) (Zip code)

Registered agent's acceptance:

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this application, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

By: C T Corporation System
[Signature]
 (Registered agent's signature)

8. The name, title or capacity and address of the person(s) who has/have authority to manage is/are:

Anne S. Vazquez, Vice President and Secretary

c/o NewSpring Capital, 555 E. Lancaster Avenue, Suite 444

Radnor, PA 19087

9. Attached is a certificate of existence, no more than 90 days old, duly authenticated by the official having custody of records in the jurisdiction under the law of which it is organized. (If the certificate is in a foreign language, a translation of the certificate under oath of the translator must be submitted)

[Signature]
 Signature of an authorized person

This document is executed in accordance with section 605.0202 (1)(b), Florida Statutes. I am aware that any false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.

Anne S. Vazquez

Typed or printed name of signer

FILED
 SECRETARY OF FLORIDA
 TALLAHASSEE, FLORIDA
 17 MAR 30 AM 10:51

Delaware

The First State

Page 1

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF
DELAWARE, DO HEREBY CERTIFY "LYNN ELECTRONICS, LLC" IS DULY FORMED
UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND
HAS A LEGAL EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS
OF THE TWENTY-NINTH DAY OF MARCH, A.D. 2017.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL TAXES HAVE BEEN
ASSESSED TO DATE.

FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
17 MAR 30 AM 10:51



6361157 8300

SR# 20172113536

You may verify this certificate online at corp.delaware.gov/authver.shtml

A handwritten signature in black ink, appearing to read "JB", is written over a horizontal line. Below the line, the text "Jeffrey W. Bullock, Secretary of State" is printed.

Jeffrey W. Bullock, Secretary of State

Authentication: 202290233

Date: 03-29-17



Lynn Electronics Corp.

*154 Railroad Drive
Ivyland, PA 18974*

April 5, 2017

Dionne M. Pijaux
Regulatory Specialist
Registration Section
Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

Re: Lynn Electronics, LLC
Ref No.: W17000028218

Dear Ms. Pijaux:

Please be advised that Lynn Electronics Corp., a Pennsylvania corporation (the "Dissolved Entity"), was merged with and into Lynn Electronics, LLC, a Delaware limited liability company (the "Survivor") on March 27, 2017. Attached for your information is a copy of (i) the filed Pennsylvania Statement of Merger and (ii) the filed Delaware Certificate of Merger.

The Dissolved Entity has been merged out of existence, has no intention of revoking the dissolution and hereby authorizes the release of the name, Lynn Electronics, to the Survivor for its use.

Sincerely,

Anne S. Vazquez
Vice President and Secretary

ASV/dh

FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
17 MAR 30 AM 10:51

COMMONWEALTH OF PENNSYLVANIA
DEPARTMENT OF STATE
BUREAU OF CORPORATIONS AND CHARITABLE ORGANIZATIONS
401 NORTH STREET, ROOM 208
P.O. BOX 8722
HARRISBURG, PA 17105-8722
WWW.CORPORATIONS.PA.GOV

Pepper Hamilton LLP
Counter Pickup
PA

Lynn Electronics, LLC

THE BUREAU OF CORPORATIONS AND CHARITABLE ORGANIZATIONS IS HAPPY TO SEND YOUR FILED DOCUMENT. THE BUREAU IS HERE TO SERVE YOU AND WE WOULD LIKE TO THANK YOU FOR DOING BUSINESS IN PENNSYLVANIA.

IF YOU HAVE ANY QUESTIONS PERTAINING TO THE BUREAU, PLEASE VISIT OUR WEBSITE AT www.dos.pa.gov/BusinessCharities OR YOU MAY CONTACT US BY TELEPHONE AT (717)787-1057. INFORMATION REGARDING BUSINESS AND UCC FILINGS CAN BE FOUND ON OUR SEARCHABLE DATABASE AT www.corporations.pa.gov/Search/CorpSearch.

ENTITY NUMBER : 8531327

FILED
STATE
SECRETARY OF
TALLAHASSEE, FLORIDA
17 MAR 30 AM 10:51

Entity# : 6531327
 Date Filed : 03/27/2017
 Pedro A. Cortés
 Secretary of the Commonwealth

PENNSYLVANIA DEPARTMENT OF STATE
 BUREAU OF CORPORATIONS AND CHARITABLE ORGANIZATIONS

| | | |
|---|-------------|----------------|
| <input type="checkbox"/> Return document by mail to: | | |
| Name _____ | | |
| Address _____ | | |
| City _____ | State _____ | Zip Code _____ |
| <input checked="" type="checkbox"/> Return document by email to: <u>bishopp@pepperlaw.com</u> | | |

Statement of Merger
 DSCB:15-335
 (7/1/2015)
 TCO170327JF1311

Read all instructions prior to filing.

Fee: \$70 plus \$40 for each association that is a party to the merger
 The minimum amount to be submitted with this filing is \$150

In compliance with the requirements of the applicable provisions of 15 Pa.C.S. § 335 (relating to Statement of merger), the undersigned, desiring to effect a merger, hereby states that:

A. For the surviving association:

1. The name of the surviving association is: Lynn Electronics, LLC
2. The jurisdiction of formation of the surviving association: Delaware
3. The type of association of the surviving association is (check only one):

- ☐ Business Corporation
☐ Nonprofit Corporation
☒ Limited Liability Company
☐ Limited Partnership
☐ Limited Liability (General) Partnership
☐ Limited Liability Limited Partnership
☐ Business Trust
☐ Professional Association
☐ Other _____

FILED
 SECRETARY OF STATE
 TALLAHASSEE, FLORIDA
 17 MAR 30 AM 10:51

DSCB:15-335-2

4. The surviving association is a (check only one box, provide address and follow instructions for attachments):

☐ Domestic (Pennsylvania) filing entity already in existence on Department of State records
If applicable, attach to this Statement any amendment to its public organic record approved as part of the plan of merger.

☐ NEW domestic (Pennsylvania) filing entity (includes limited liability limited partnership)
Attach to this Statement the public organic record of the new entity.

☐ Foreign filing association or foreign limited liability partnership already registered with the Department.
If applicable, attach to this Statement any amendment to or transfer of its foreign registration approved as part of the plan of merger.

☒ Foreign filing association or foreign limited liability partnership simultaneously seeking registration with the Department of State
Attach to this Statement a completed form DSCB:15-412 (Foreign Registration Statement) with applicable fee and attachments.

Its current registered office address. Complete part (a) OR (b) — not both:

(a) 154 Railroad Drive Ivyland PA 18974 Bucks
Number and street City State Zip County

(b) o/n: _____
Name of Commercial Registered Office Provider County

☐ NEW domestic (Pennsylvania) limited liability partnership or electing partnership
Attach completed DSCR:15-8201 (Statement of Registration) or DSCR:15-8701.4 (Statement of Election)

☐ Domestic association that is not a domestic filing association
Attach to this Statement tax clearance certificate.

The address, including street and number, if any, of its principal office:

Number and street City State Zip County

☐ Foreign association that is not, and will not, be registered with the Department of State
Attach to this Statement tax clearance certificate.

The address, including street and number, if any, of its registered or similar office, if any, required to be maintained by the law of its jurisdiction of formation; or if it is not required to maintain a registered or similar office, its principal office:

Number and street City State Zip

17 MAR 30 AM 10:51

FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

DSCB:15-335-3

B. For the merging association(s) that are not surviving the merger:1. The name of the merging association is: Lynn Electronics Corp.2. The jurisdiction of formation of the merging association: Pennsylvania

3. The type of association is (check only one):

- | | | |
|--|--|---|
| <input checked="" type="checkbox"/> Business Corporation | <input type="checkbox"/> Limited Partnership | <input type="checkbox"/> Business Trust |
| <input type="checkbox"/> Nonprofit Corporation | <input type="checkbox"/> Limited Liability (General) Partnership | <input type="checkbox"/> Professional Association |
| <input type="checkbox"/> Limited Liability Company | <input type="checkbox"/> Limited Liability Limited Partnership | <input type="checkbox"/> Other _____ |

4. Check and complete one of the following addresses.

| | |
|-------------------------------------|--|
| <input checked="" type="checkbox"/> | <p>If the merging association is a domestic filing association, domestic limited liability partnership or registered foreign association, the current registered office address as on file with the Department of State. Complete part (a) OR (b) – not both:</p> <p>(a) <u>154 Railroad Drive</u> <u>Ivyland</u> <u>PA</u> <u>18974</u> <u>Bucks</u> <small>Number and street City State Zip County</small></p> <p>(b) c/o: _____ <small>Name of Commercial Registered Office Provider County</small></p> |
| <input type="checkbox"/> | <p>If the merging association is a domestic association that is <i>not</i> a domestic filing association or limited liability partnership, the address, including street and number, if any, of its principal office:</p> <p>_____ <small>Number and street City State Zip County</small></p> |
| <input type="checkbox"/> | <p>If the merging association is a nonregistered foreign association, the address, including street and number, if any, of its registered or similar office, if any, required to be maintained by the law of its jurisdiction of formation; or if it is not required to maintain a registered or similar office, its principal office address:</p> <p>_____ <small>Number and street City State Zip</small></p> |

**Use Statement of Merger – Addendum (DSCB:15-335AD)
for additional merging parties that are not surviving the merger.**

FILED
 SECRETARY OF STATE
 TALLAHASSEE, FLORIDA
 17 MAR 30 AM 10:51

DSCB:15-315-4

C. Effective date of statement of merger (check, and if appropriate complete, one of the following):

☒ This Statement of Merger shall be effective upon filing in the Department of State.☐ This Statement of Merger shall be effective on: _____ At _____
Date (MM/DD/YYYY) Hour (if any)

D. Approval of merger by merging associations (check all applicable statement(s)):

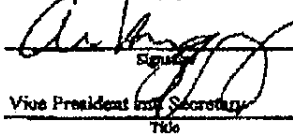
☒ For domestic entities - The merger was approved in accordance with 15 Pa.C.S. Chapter 3, Subchapter C (relating to merger).☒ For foreign associations - The merger was approved in accordance with the laws of the jurisdiction of formation.☐ For domestic associations that are not domestic entities - The merger was approved by the interest holders of the merging association in the manner required by its organic law.

E. Attachments (see Instructions for required and optional attachments). Foreign Registration Statement

IN TESTIMONY WHEREOF, the undersigned merging associations have caused this Statement of Merger to be signed by duly authorized officers thereof this 27th day of March, 20 17.

Lynn Electronics Corp.

Name of Merging Association

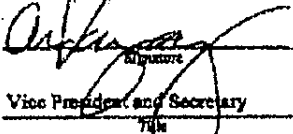

Signature

Vice President and Secretary

Title

Lynn Electronics, LLC

Name of Merging Association


Signature

Vice President and Secretary

Title

FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
17 MAR 30 AM 10:51

Delaware

The First State

Page 1

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF
DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT
COPY OF THE CERTIFICATE OF MERGER, WHICH MERGES:

"LYNN ELECTRONICS CORP.", A PENNSYLVANIA CORPORATION,
WITH AND INTO "LYNN ELECTRONICS, LLC" UNDER THE NAME OF
"LYNN ELECTRONICS, LLC", A LIMITED LIABILITY COMPANY ORGANIZED
AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS
RECEIVED AND FILED IN THIS OFFICE ON THE TWENTY-SEVENTH DAY OF
MARCH, A.D. 2017, AT 1:28 O'CLOCK P.M.

FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
17 MAR 30 AM 10:51



6361157 8100M
SR# 20172047205

You may verify this certificate online at corp.delaware.gov/authver.shtml


Jeffrey W. Bullock, Secretary of State

Authentication: 202272581
Date: 03-27-17

State of Delaware
Secretary of State
Division of Corporations
Delivered 01:28 PM 03/27/2017
FILED 01:28 PM 03/27/2017
SR 20172047205 File Number 6361157

**CERTIFICATE OF MERGER
OF**

**LYNN ELECTRONICS CORP.,
a Pennsylvania corporation**

INTO

**LYNN ELECTRONICS, LLC
a Delaware limited liability company**

**(Under Title 15, Part 1, Chapter 3, Section 335 of the
Pennsylvania Business Corporation Law ("PABCL")
and**

Section 18-209 of the Delaware Limited Liability Company Act ("DLLCA")

**LYNN ELECTRONICS, LLC, a Delaware limited liability company with
principal offices located at 154 Railroad Drive, Ivyland, Bucks County, Pennsylvania 18974.**

DOES HEREBY CERTIFY:

FIRST: That, the constituent entities are Lynn Electronics, LLC, a Delaware limited liability company, and Lynn Electronics Corp., a Pennsylvania corporation.

SECOND: That, an Agreement and Plan of Merger has been approved, adopted, certified, executed and acknowledged as applicable in accordance with the provisions of Section 335 PABCL and Section 18-209 of the DLLCA by both Lynn Electronics Corp. and Lynn Electronics, LLC.

THIRD: That, Lynn Electronics, LLC, a Delaware limited liability company, is the surviving corporation.

FOURTH: That, the merger shall become effective as of the filing of this Certificate of Merger with the Secretary of State of the State of Delaware.

FIFTH: That, an executed copy of the entire Agreement and Plan of Merger is on file at Lynn Electronics, LLC at a place of business of the surviving Delaware limited liability company, 154 Railroad Drive, Ivyland, Bucks County, Pennsylvania 18974.

SIXTH: That, a copy of the Agreement and Plan of Merger will be furnished by Lynn Electronics, LLC, on request and without cost, to any member of any domestic limited liability company or any person holding an interest in any other business entity which is to merge or consolidate.

(signature page follows)

IN WITNESS WHEREOF, Lynn Electronics Corp. and Lynn Electronics, LLC have caused their authorized representatives to execute this Certificate of Merger on this 27th day of March, 2017.

Lynn Electronics Corp.

By: 
Name: Anne S. Vazquez
Title: Vice President and Secretary

Lynn Electronics, LLC

By: 
Name: Andre S. Vazquez
Title: Vice President and Secretary