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Florida Department of State
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MERGER OR SHARE EXCHANGE

Lane-Fisher Florida Liquidation Inc.

Certificate of Status	0
Certified Copy	0
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ARTICLES OF MERGER
of
FLAMINGO LAKE F&B, LLC,
a Florida limited liability company
with and into
LANE-FISHER FL LIQUIDATION, INC.,
a Florida corporation
(being the surviving corporation)

The following articles of merger are submitted in accordance with the Florida Business Corporation Act, pursuant to Section 607.1105, Florida Statutes.

FIRST: Lane-Fisher FL Liquidation, Inc., a Florida corporation. The Florida document number of which is M92826 shall be the surviving corporation (the "*Surviving Corporation*").

SECOND: Flamingo Lake F&B, LLC, a Florida limited liability company. The Florida document number of which is L07000127307 shall be the merged limited liability company (the "*Merging Company*").

THIRD: The Plan of Merger between Surviving Corporation and Merging Company is attached hereto as **EXHIBIT A**.

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

FIFTH: The Plan of Merger was adopted by the shareholders of Surviving Corporation on November 19, 2020.

SIXTH: The Plan of Merger was adopted by the members of Merging Company on November 19, 2020.

SEVENTH: These Articles of Merger were executed as of November 19, 2020 (the "*Effective Date*").

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

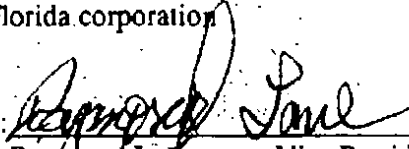
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IN WITNESS WHEREOF, these Articles of Merger were executed as of the Effective Date.

SURVIVING CORPORATION:

LANE-FISHER FL LIQUIDATION, INC.,
a Florida corporation

By: 
Raymond L. Lane, as Vice President

MERGING COMPANY:

FLAMINGO LAKE F&B, LLC,
a Florida limited liability company

By: 
Raymond L. Lane, as Manager

H20000399685 3

EXHIBIT A
PLAN OF MERGER
of
FLAMINGO LAKE F&B, LLC,
a Florida limited liability company
with and into
LANE-FISHER FL LIQUIDATION, INC.,
a Florida corporation
(being the surviving corporation)

The following plan of merger is submitted in compliance with Sections 605.1021 through 605.1023, and 607.1101, Florida Statutes.

WHEREAS, the managers of Flamingo Lake F&B, LLC, a Florida limited liability company (the "*Merging Company*"), and Lane-Fisher FL Liquidation, Inc., a Florida corporation (the "*Surviving Corporation*"), deem it advisable and in the best interest of Surviving Corporation and Merging Company and their respective shareholders and managers to merge Merging Company with and into Surviving Corporation, with Surviving Corporation as the surviving corporation.

WHEREAS, upon the completion of the merger of the Merging Company with and into the Surviving Corporation, the assets and liabilities of the Merging Company will become the assets and liabilities of the Surviving Corporation by operation of law and the separate existence of the Merging Company shall cease.

NOW, THEREFORE, in consideration of the premises and of the mutual agreements contained herein, the parties agree to the following plan of merger:

1. Surviving Corporation and Merging Company shall be merged with and into a single corporation, with Surviving Corporation being the surviving corporation from and after the Effective Date of the merger, and thereupon the separate existence of Merging Company shall cease.
2. The Articles of Incorporation for Surviving Corporation shall continue to be the Certificate of Incorporation of the surviving corporation until amended as therein provided.
3. The Bylaws of Surviving Corporation shall continue to be the bylaws of the surviving corporation until changed, altered or amended as therein provided.

H20000399685 3

4. The following individuals shall serve as the members of the Board of Directors of Surviving Corporation from and after the Effective Date of the merger until their successors are elected and qualified or their earlier resignation or removal:

Michael W. Fisher
Raymond L. Lane

5. The following individuals shall serve as the officers of the Surviving Corporation to serve in the position opposite his name, to serve as such until their successors are chosen and qualified or their earlier resignation or removal:

Michael W. Fisher	President
Raymond L. Lane	Vice President

6. From and after the Effective Date, (i) each issued and outstanding limited liability company membership interest of Merging Company immediately prior to the Effective Date shall be cancelled and the certificates surrendered; and (ii) each issued and outstanding share of common stock of Surviving Corporation immediately prior to the Effective Date shall remain outstanding and shall represent one (1) share of the surviving corporation.

7. The merger herein provided for may be amended or abandoned at any time prior to the filing of the Articles of Merger with the Secretary of State of the State of Florida and upon a majority vote of the Board of Directors of Surviving Corporation and upon a majority vote of the managers of Merging Company, and approval of the managers of Merging Company and the shareholders Surviving Corporation to the extent any such amendment adversely affects the shareholders or changes the Article of Incorporation of the surviving corporation.

8. Pursuant to the Florida Business Corporation Act, this Plan of Merger has been approved by resolutions duly adopted by the Board of Directors and the Shareholders of Surviving Corporation.

9. Pursuant to the Florida Revised Limited Liability Company Act, this Plan of Merger has been approved by resolutions duly adopted by the managers and the members of Merging Company.

10. From and after the Effective Date: (a) Surviving Corporation shall possess all the rights privileges, powers and franchises of each of Surviving Corporation and Merging Company; (b) all property of each Surviving Corporation and Merging Company (real, personal, intangible and mixed) and all debts due to either of Surviving Corporation or Merging Company on whatever account and all and every other interest of Surviving Corporation or Merging Company shall be vested in Surviving Corporation and shall be thereafter the property of Surviving Corporation; (c) all rights of creditors and all liens upon any property of Surviving Corporation and/or Merging Company, including but not limited to the rights and liens of any lender to Merging Company shall be preserved unimpaired; (d) all debts liabilities, obligations and duties of each of Surviving Corporation and Merging Company, including but not limited to the debts, liabilities, obligations and duties of Merging Company to any lender, shall thenceforth attach to Surviving Corporation

H20000399685 3

and may be enforced against Surviving Corporation to the same extent as if said debts, liabilities, obligations and duties had been incurred or contracted by Surviving Corporation; and (e) all other effects of the merger specified in the Florida Business Corporation Act shall result therefrom.

If at any time, Surviving Corporation shall determine or be advised that any further assignments or actions are necessary or desirable to vest in Surviving Corporation, according to the terms thereof, the title to any property or rights of Merging Company, or to secure the rights of any creditors/lienholders against such property, the proper officers and directors as of the Effective Date hereof of Surviving Corporation and Merging Company shall and will, as necessary, execute and make all such proper assignments or actions and do all things necessary or proper to vest title in such property or rights in Surviving Corporation, to secure the rights of any creditors/lienholders against such property, and otherwise carry out the purposes of this Plan of Merger

11. The effective date of the merger shall be the date the Articles of Merger are filed with the Florida Department of State.

12. This Plan of Merger was executed on November 19, 2020 (the "*Effective Date*").

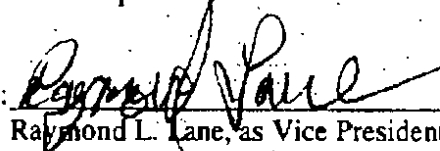
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IN WITNESS WHEREOF, the undersigned have executed this Plan of Merger as of the Effective Date.

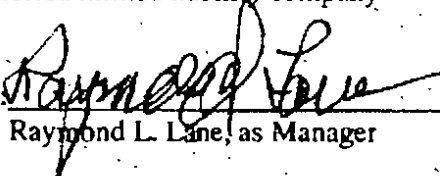
SURVIVING CORPORATION:

LANE-FISHER FL LIQUIDATION, INC.,
a Florida corporation

By: 
Raymond L. Lane, as Vice President

MERGING COMPANY:

FLAMINGO LAKE F&B, LLC,
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