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(Business Entity Name)

(Document Number)

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03/22/12--01031--022 \*\*70.00

FILED  
12 MAR 22 PM 1:53  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**COVER LETTER**

**TO:** Registration Section  
Division of Corporations

**SUBJECT:** Sterling Hopper Inc  
Name of Surviving Party

Please return all correspondence concerning this matter to:

Jeffrey Sterling

Contact Person

Sterling & Hart LLC

Firm/Company

2435 N Dixie Hwy

Address

Wilton Manors, FL 33305

City, State and Zip Code

jeff@sterlingaccounting.com

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Jeffrey Sterling

Name of Contact Person

at ( 954 )

667-9829

Area Code and Daytime Telephone Number

☐ Certified Copy (optional) \$8.75

**STREET ADDRESS:**

Registration Section  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301

**MAILING ADDRESS:**

Registration Section  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314

Slur:

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

SECRETARY OF THE  
TALLAHASSEE, FLORIDA

12 MAR 22 PM 1:53

<u>Name</u>	<u>Jurisdiction</u>	<u>Form/Entity Type</u>
Sterling HopperInc	Florida	Inc NonProfit

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**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:

03-22-2012

**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:

2435 N Dixie Hwy


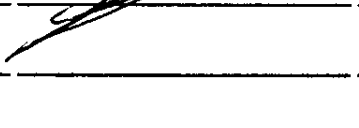
Wilton Manors, FL 33305

**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 Name of Individual:
Sterling Hopper LLC		Jeffrey Sterling
Sterling Hopper I Inc		Jeffrey Sterling

Corporations:	Chairman, Vice Chairman, President or Officer <i>(If no directors selected, signature of incorporator.)</i>
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>
<u>Sterling Hopper LLC</u>	<u>Florida</u>	<u>LLC</u>
<u>Sterling Hopper I Inc</u>	<u>Florida</u>	<u>Non Profit Inc</u>
<u> </u>	<u> </u>	<u> </u>
<u> </u>	<u> </u>	<u> </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>
<u>Sterling Hopper Inc</u>	<u>Florida</u>	<u>Inc Non Profit</u>

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

Sterling Hopper LLC shall be merged with Sterling Hopper I Inc. The resulting  
company shall be Sterling Hopper Inc, the non profit. Since Sterling Hopper LLC  
has always been performing as such, the merger will be a continuing of operations  
as always been performed.

*(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:

Company does not own any property so there is not any basis issues. All member shares owned by Sterling & Hart LLC in Sterling Hopper LLC shall be surrendered at zero value and Sterling Hopper Inc shall not be indebted to any previous share holders.

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*(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:

As governed by Florida Law.

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*(Attach additional sheet if necessary)*

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

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*(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:

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*(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:

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*(Attach additional sheet if necessary)*

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

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*(Attach additional sheet if necessary)*