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**EXAMINER** 

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TO ACKNOWLEDGE
SUFFICIENCY OF FILING

EFFECTIVE DATE 12/20/2011

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SECRETARY OF STATE
DIVISION OF CORPORATIONS

#### **COVER LETTER**

Division of Corporations  SUBJECT:  Name of Surviving Party  The enclosed Certificate of Merger and fee(s) are submitted for filing.  Please return all correspondence concerning this matter to:  JOHNNY  Contact Person  Firm/Company  4178 APALACHEE PARKWAY Address  TALLAHASSEE, FL 32311  City. State and Zip Code  E-mail address: (to be used for future annual report notification)  For further information concerning this matter, please call:  JOHNNY  at (850 671-3000  Name of Contact Person  Area Code and Daytime Telephone Number	TO:	Registration Section					<b>ر</b> ج.
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JOHNNY at ( 850 ) 671-3000	For fur	rther information concerning this ma	atter, pl	ease call:			
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Registration Section Registration Section	_						
Division of Corporations  Division of Corporations						tions	
Clifton Building P. O. Box 6327					= :		
2661 Executive Center Circle Tallahassee, FL 32314 Tallahassee, FL 32301				Tallaha	issee, FL 323	514	



## Certificate of Merger For Florida Limited Liability Company

FLORIDA PROFIT CORPORATION

The following Certificate of Merger is submitted to merge the following Florida Limited Liability Company(ies) in accordance with s. 608:4382; Florida Statutes. s. 607.1109

**<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
BUOY, INC	FL	corporation,
<b>SECOND:</b> The exact name, form as follows:	n/entity type, and jurisdi	ction of the <u>surviving</u> party are
Name	<u>Jurisdiction</u>	Form/Entity Type
huov limited partnershira?	AK	limited partnership

**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.

<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:
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:
<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:
Mailing address:

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:

**Certified Copy (optional):** 

Name of Entity/Organization:		Sign	ature(s):	Typed or Printed Name of Individual:		
Corpor	rations:	,		n, President or Officer signature of incorporator.)		
General partnerships: Florida Limited Partnerships: Non-Florida Limited Partnerships:		Signature of a general partner or authorized person Signatures of all general partners Signature of a general partner				
	d Liability Companies:	Signature of	a member of	r authorized representative		
Fees:	For each Limited Liability C For each Corporation: For each Limited Partnership For each General Partnership	):	\$25.00 \$35.00 \$52.50 \$25.00			
	For each Other Business Ent		\$25.00			

\$30.00

#### PLAN OF MERGER

ollows:	Total distin	Paris /Paris Trans
<u>Vame</u>	<u>Jurisdiction</u>	Form/Entity Type
ECOND: The exact r	name, form/entity type, and jurisdiction	of the <b>surviving</b> party are
lame	<u>Jurisdiction</u>	Form/Entity Type
ame	Jurisdiction  d conditions of the merger are as follow	
ame		
<u>ame</u>		
<u>ame</u>		
ame		
ame		

#### **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)

ity is former	statements that are required by the laws under which each other busined, organized, or incorporated are as follows:
	And I Inc. I I are
	(Attach additional sheet if necessary)
(TH: Other	provisions, if any, relating to the merger are as follows:
<del></del>	

#### Certificate of Merger For

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.

 $\underline{\textbf{FIRST:}} \ \textbf{The exact name, form/entity type, and jurisdiction for each } \underline{\textbf{merging}} \ \textbf{party are as follows:}$ 

Name Jurisdiction Form/Entity Type buoy, inc

**SECOND:** The exact name, form/entity type, and jurisdiction of the **surviving** party are as follows:

Name Jurisdiction Form/Entity Type buoy; limited partnership

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

<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. Merger shall be as smooth as possible, with conditions below

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. The percentate ownership of each member in the merging entity shall be the same in the surviving entity.

<u>FIFTH:</u> If other than the date of filing, the effective date of the merger, which cannot be prior to nor more than 9 90 days after the date this document is filed by the Florida Department of State: 12-20-2011 or effective date of surviving entity.

. <u>SIXTH:</u> 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: 1830 e parks hwy. Ste A, 113, .box 300, Wasilla, ak 99654

SEVENTH: 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. Agreed.

EIGHTH: 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 and mailing address is 4830 e park hwy, Ste A, 113, .box 300, Wasilla; ak;99654

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:
Typed or Printed
Name of Entity/Organization: Atemature(s): Mame of Individual:
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buoy, figured partnership Af johnny petrandis, ii

#### 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: \$25.00

For each Corporation: \$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 <u>merging party</u> are as follows: <u>Name Jurisdiction Form/Entity Type buoy, inc</u>

**SECOND:** The exact name, form/entity type, and jurisdiction of the <u>surviving</u> party are as follows: Name <u>Jurisdiction Form/Entity Type buoy, limited partnership</u>

<u>THIRD:</u> The terms and conditions of the merger are as follows: merger shall take place as efficiently as possible. with new offices located as so stated.

(Attach additional sheet if necessary

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: the percentage ownership of all each member shall be the same

B. The manner and	I basis of converting goe interests, shares, ob rmitted by law, all rig	<u>ights to acquire</u> the ligations or others	e interests, shares, securities of the s	obligations or oth	er securities of each	th merged party into or other property is
follows: where pe	rmitted by law, all rig	hts shall be same ii	n surviving entity.		par,	v.mer property ne

<u>FIFTH:</u> Any statements that are required by the laws under which each other business entity is formed, organized, or incorporated are as follows: all laws and rules of jurisdiction of surviving entity shall apply.

**SIXTH:** Other provisions, if any, relating to the merger are as follows: