

6/16/23 Jun: 19, 2023 2:16:38

Peterson & Myers PA Division of Corporations

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Florida Department of State  
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**MERGER OR SHARE EXCHANGE**

**BV Development, Inc.**

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## COVER LETTER

TO: Amendment Section  
Division of Corporations

SUBJECT: BV Development, Inc.

Name of Surviving Entity

The enclosed Articles of Merger and fee are submitted for filing.

Please return all correspondence concerning this matter to following:

Keith Wadsworth

Contact Person

Peterson & Myers, P.A.

Firm/Company

242 W Central Ave.

Address

Winter Haven, FL 33880

City/State and Zip Code

dtaylor@mrtcompanies.com

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

For further information concerning this matter, please call:

Keith Wadsworth

Name of Contact Person

At ( 863 ) 294-3360

Area Code & Daytime Telephone Number

☐ Certified copy (optional) \$8.75 (Please send an additional copy of your document if a certified copy is requested)

Mailing Address:

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

Street Address:

Amendment Section  
Division of Corporations  
The Centre of Tallahassee  
2415 N. Monroe Street, Suite 810  
Tallahassee, FL 32303

**IMPORTANT NOTICE:** Pursuant to s.607.1622(8), F.S., each party to the merger must be active and current in filing its annual report through December 31 of the calendar year which this articles of merger are being submitted to the Department of State for filing.

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TALLAHASSEE, FL

**ARTICLES OF MERGER**  
**of**  
**BV DEVELOPMENT I, LLC,**  
**A FLORIDA LIMITED LIABILITY COMPANY**  
**and**  
**BV DEVELOPMENT, INC.,**  
**A FLORIDA CORPORATION**

The following Articles of Merger are submitted to merge BV Development I, LLC, a Florida limited liability company, into BV Development, Inc., a Florida corporation, in accordance with Section 607.1105, Florida Statutes.

As a result of this merger: (i) BV Development I, LLC, a Florida limited liability company, shall merge into BV Development, Inc., a Florida corporation; (ii) BV Development I, LLC, a Florida limited liability company, shall cease its separate existence; and (iii) BV Development, Inc., a Florida corporation, shall be the surviving entity.

**FIRST: Surviving Entity:**

For this merger, the name and jurisdiction of the **surviving** entity is as follows:

<u>Name</u>	<u>Jurisdiction</u>	<u>Entity Type</u>	<u>Document Number</u>
BV Development, Inc.	FL	Corporation	P04000116658

**SECOND: Merging Entity:**

For this merger, the name and jurisdiction of the **merging** eligible entity is as follows:

<u>Name</u>	<u>Jurisdiction</u>	<u>Entity Type</u>	<u>Document Number</u>
BV Development I, LLC	FL	LLC	L04000059788

**THIRD: Approval of Merger:**

The merger was unanimously approved by all (100%) of the Directors of BV Development, Inc., a Florida corporation.

Shareholder approval is not required. However, this merger was also unanimously approved by all (100%) of the Shareholders of BV Development, Inc., a Florida corporation.

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The merger was unanimously approved by all (100%) of the Members of BV Development I, LLC, a Florida limited liability company.

As such, the merger was approved by each domestic merging entity that is a limited liability in accordance with Sections 605-1021 – 605.1026, Florida Statutes; by each other merging entity, if any, in accordance with the laws of its jurisdiction; and by each member of such limited liability company who as a result of the merger will have interest holder liability under Section 605.1023(1)(b), Florida Statutes.

Further as such, the merger was approved by the surviving domestic corporation in accordance with section 607.1101(1)(b), Florida Statutes, and by the organic law governing the other parties to the merger.

**FOURTH: As to BV Development, Inc., which is the Surviving Entity:**

This entity, BV Development, Inc., a Florida corporation, exists before the merger and is a domestic filing entity, and the Articles of Incorporation of such entity are not being amended hereby.

**FIFTH: Approval of Plan of Merger:**

The Plan of Merger was unanimously approved by all (100%) of the Directors of BV Development, Inc., a Florida corporation.

Shareholder approval is not required. However, the Plan of Merger was also unanimously approved by all (100%) of the voting stock Shareholders of BV Development, Inc., a Florida corporation.

The Plan of Merger was unanimously approved by all (100%) of the Members of BV Development I, LLC, a Florida limited liability company.

Participation of the domestic non-corporation(s) was duly authorized in accordance with each of such eligible entity's organic law.

**SIXTH: Appraisal Rights:**

The surviving entity herein has agreed to pay to any members of any limited liability company with appraisal rights the amount to which such members are entitled under the provisions of Sections 605-1006 and 605.1061 – 605.1072, Florida Statutes.

**SEVENTH: Effective Date:**

The Effective Date of the merger shall be:

Date filing is accepted with the Florida Department of State, Division of Corporations.

**EIGHTH: Signatures of Each Party:**

**Surviving Entity:**

BV Development, Inc.,  
a Florida corporation

By:   
James David Taylor, as President

**Merging Entity:**

BV Development I, LLC,  
a Florida limited liability company

By: BV Development, Inc.,  
a Florida corporation,  
as its Managing Member

By:   
James David Taylor, as President

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