

PO5000034233

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐

PICK-UP

☐

WAIT

☐

MAIL

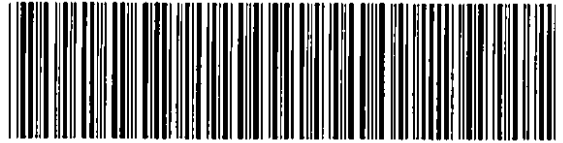
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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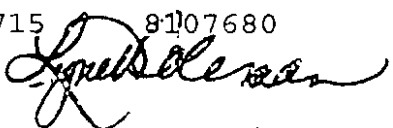
TALLAHASSEE, FLORIDA

RECEIVED

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CORPORATION SERVICE COMPANY
1201 Hays Street
Tallahassee, FL 32301
Phone: 850-558-1500

ACCOUNT NO. : I20000000195
REFERENCE : 252715 8107680
AUTHORIZATION : 
COST LIMIT : \$ 170.00 145.00

ORDER DATE : January 8, 2024
ORDER TIME : 11:57 AM
ORDER NO. : 252715-005
CUSTOMER NO: 8107680

ARTICLES OF MERGER

~~UKW INTERNATIONAL LLC~~
SOUTH BEACH WAXING LLC
UKW FRANCHISING COMPANY, LLC

INTO

UKW HOLDING COMPANY

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

_____ CERTIFIED COPY
XX _____ PLAIN STAMPED COPY

CONTACT PERSON: Alexxis Weiland-sorenson

EXAMINER'S INITIALS: _____

COVER LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: **UKW Holding Company**

Name of Surviving Party

The enclosed Certificate of Merger and fees are submitted for filing.

Please return all correspondence concerning this matter to:

Contact Person

Firm Company

Address

City, State and Zip Code

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

For further information concerning this matter, please call:

Name of Contact Person

Area Code

Daytime Telephone Number

☐ Certified copy (optional) \$30.00

STREET ADDRESS:

Amendment Section
Division of Corporations
Chilton Building
2641 Executive Center Circle
Tallahassee, FL 32301

MAILING ADDRESS:

Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32304



FLORIDA DEPARTMENT OF STATE
Division of Corporations

January 10, 2024

CSC

SUBJECT: UKW HOLDING COMPANY
Ref. Number: P05000034233

RESUBMIT

Please give original
submission date as file date.

We have received your document for UKW HOLDING COMPANY and your check(s) totaling \$. However, the enclosed document has not been filed and is being returned for the following correction(s):

As a condition of a merger, pursuant to s.605.0212(8) and/or s.607.1622 (8), Florida Statutes, each party to the merger must be active and current in filing its annual reports with the Department of State through December 31 of the calendar year in which the articles of merger are submitted for filing.

Your entity was administratively dissolved or its certificate of authority was revoked for failure to file the annual report/uniform business report as required by law.

The entity UKW International LLC is not active.

If you have any questions concerning the filing of your document, please call (850) 245-6000.

Neysa Culligan
Regulatory Specialist III

Letter Number: 624A00000504

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2024 FEB -2 PM 3:21

TALLAHASSEE, FLORIDA

Articles of Merger
For
Florida Limited Liability Company

The following Articles of Merger is submitted to merge the following Florida Limited Liability Company(ies) in accordance with s. 605.1025, Florida Statute:

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>South Beach Waxing LLC</u>	<u>Florida</u>	<u>Limited liability company</u>
<u>UKW Franchising Company, LLC</u>	<u>Florida</u>	<u>Limited liability company</u>
<u>UKW Distribution Center, LLC</u>	<u>Florida</u>	<u>Limited liability company</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>UKW Holding Company</u>	<u>Florida</u>	<u>Corporation</u>

THIRD: The merger was approved by each domestic merging entity that is a limited liability company in accordance with ss. 605.1021-605.1026, by each other merging entity 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 s. 605.1026(1)(b).

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ADDENDUM TO ARTICLE FIRST OF
ARTICLES OF MERGER
UKW HOLDING COMPANY (SURVIVING ENTITY)

FIRST: The exact name, form/entity type, and jurisdiction for the additional merging party is as follows:

<u>Name</u>	<u>Jurisdiction</u>	<u>Form/Entity Type</u>
Aventura Waxing Inc.	Florida	Corporation

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TALLAHASSEE, FLORIDA

FOURTH: Please check one of the boxes that apply to surviving entity (if applicable):

- ☒ This entity exists before the merger and is a domestic filing entity. The amendment, if any, to its public organic record are attached.
- ☐ This entity is created by the merger and is a domestic filing entity. The public organic record is attached.
- ☐ This entity is created by the merger and is a domestic limited liability limited partnership or a domestic limited liability partnership. Its statement of qualification is attached.
- ☐ This entity is a foreign entity that does not have a certificate of authority to transact business in this state. The mailing address to which the department may send any process served pursuant to s. 605.0117 and Chapter 18 Florida Statutes is:

FIFTH: This entity agrees to pay any members with appraisal rights the amount, to which members are entitled under ss 605.1006 and 605.1061-605.1072, F.S.

SIXTH: If other than the date of filing, the delayed effective date of the merger, which cannot be prior to not more than 90 days after the date this document is filed by the Florida Department of State:

Note: If the date inserted in this block does not meet the applicable statutory filing requirements, this date will not be listed as the document's effective date on the Department of State's records.

SEVENTH: Signature(s) for Each Party

Name of Entity/Organization

UKW Holding Company

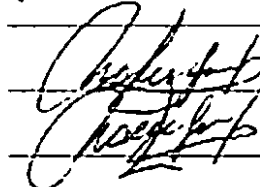
Signature(s):



Typed or Printed
Name of Individual

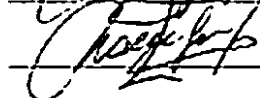
Noemi Grupenmager

South Beach Waxing LLC



Noemi Grupenmager

UKW Franchising Company, LLC



Noemi Grupenmager

Corporations

General partnerships

Florida Limited Partnerships

Non-Florida Limited Partnerships

Limited Liability Companies

Chairman, Vice Chairman, President or Officer

If no director, sole proprietor, or partner

Signature of a general partner or authorized person

Signatures of all general partners

Signature of a general partner

Signature of an authorized person

Fees: For each Limited Liability Company

\$25.00

For each Limited Partnership

\$52.50

For each Other Business Entity

\$25.00

For each Corporation

For each General Partnership

Certified Copy (optional)



TALLAHASSEE, FLORIDA

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\$525.00
\$50.00

ADDENDUM TO ARTICLE SEVENTH OF
ARTICLES OF MERGER
UKW HOLDING COMPANY (SURVIVING ENTITY)

SEVENTH: Signature(s) for Each Party:

Name of Entity/Organization:	Signature(s)	Typed or Printed Name of Individual
UKW Distribution Center, LLC		Noemi Gruppenmager
Aventura Waxing Inc.		Noemi Gruppenmager