

P07000041905

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

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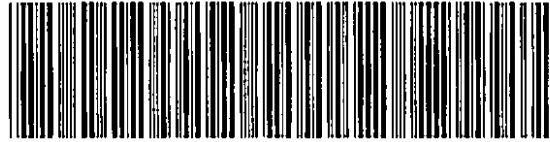
(Business Entity Name)

(Document Number)

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2018 OCT 15 PM 1:25  
SECRETARY OF STATE  
TALLAHASSEE, FL

C. GOLDEN

OCT 24 2018

## COVER LETTER

**TO:** Amendment Section  
Division of Corporations

USA Poalim-Abus, One, Inc.

**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:

Benjamin Miller

\_\_\_\_\_  
Contact Person

George D. Perlman, P.A.

\_\_\_\_\_  
Firm/Company

1441 Brickell Avenue, Suite 1400

\_\_\_\_\_  
Address

Miami, FL 33131

\_\_\_\_\_  
City, State and Zip Code

ben@gplawintl.com

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

For further information concerning this matter, please call:

Benjamin Miller                      786                      530-9907  
\_\_\_\_\_ at (                      ) \_\_\_\_\_  
Name of Contact Person                      Area Code                      Daytime Telephone Number

☒ Certified copy (optional) \$30.00

**STREET ADDRESS:**

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

**MAILING ADDRESS:**

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

CR2E080 (2/14)



The Law Offices Of  
George D. Perlman, P.A.

George D. Perlman	NY, FL	The Four Seasons Office Tower	Representative Office
Brett Bernstein, Associate	NY, FL	1441 Brickell Avenue Suite 1400	4 <sup>th</sup> Floor, 35 Piccadilly
Jennifer Haime, Associate	DC, FL	Miami, Florida 33131	London W1J 0LP, England
Mark Feldman, Associate	NY	Tel.: (305) 374-5646	Tel. 011 44 207 851 0100
Benjamin Miller, Associate	FL	Fax: (305) 374-2650	Fax 011 44 207 851 0136

Of Counsel to Robert Allen Law  
E-Mail: [george@gplawintl.com](mailto:george@gplawintl.com)

October 9, 2018

**Sent via Fedex: 7734 2863 6885**

Amendment Section  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, Florida 32301

**Re: Articles of Merger for USA Poalim-Abus One, Inc. and Hallandale  
Financing LLC**  
**File: 99794.017**

Dear Sir/Madam,

Please find enclosed the Articles of Merger for USA Poalim-Abus One, Inc. with Hallandale Financing LLC and check no. 25984 in the amount of \$90.00.

Should you have any questions or concerns regarding the above, please do not hesitate to contact me directly. Thank you.

Kindest regards,



Benjamin Miller

BM:jc  
Enclosures:

Articles of Merger  
For  
Florida Limited Liability Company

**FILED**

2018 OCT 15 PM 1:25

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

CLERK OF THE  
SUPREME COURT OF THE STATE  
TALLAHASSEE, FL

**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>
HALLANDALE FINANCING LLC	Florida	Limited Liability Company
<b>Document Number</b> L10000042139		

**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>
USA POALIM-ABUS ONE, INC.	Florida	Florida Profit Corporation
<b>Document Number</b> P07000041905		

**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.605.1023(1)(b).

**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 48, 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 nor 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:	Signature(s):	Typed or Printed Name of Individual:
USA POALIM-ABUS ONE, INC.	<u>Signature on Following Page</u>	Manuel Grosskopf
HALLANDALE FINANCING LLC	<u>Signature on Following Page</u>	Jonathan Laoui

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 an authorized person

<b><u>Fees:</u></b>	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	<b><u>Certified Copy (optional):</u></b>	\$30.00

USA Poalim-Abus One, Inc.

President:

By:

Manuel Grosskopf

Shareholders:

**Abus Capital Holdings LLC,**  
a Florida limited liability company

By:

Manuel Grosskopf, Manager

**Hallandale Capital Holdings LLC,**  
a Florida limited liability company

By:

Manuel Grosskopf, Manager

**Hallandale Financing LLC**

**Manager:**

By: \_\_\_\_\_

Jonathan Laoui

**Manager:**

By: \_\_\_\_\_

Daisy Sotolongo

**Shareholders:**

**Abus Capital Holdings LLC,**  
a Florida limited liability company

By: \_\_\_\_\_

Manuel Grosskopf, Manager

**Hallandale Capital Holdings LLC,**  
a Florida limited liability company

By: \_\_\_\_\_

Manuel Grosskopf, Manager