

P13D00005555

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

(Business Entity Name)

(Document Number)

Certified Copies _____

Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



300279123333

11/19/15--01017--019 **78.75

FILED
2015 NOV 19 PM 3:17
STATE
TALLAHASSEE, FLORIDA

EFFECTIVE DATE

DEC 1, 2015

Mergulyc

NOV 20 2015

I ALBRITTON

COVER LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: JOHN CATALANO, P.A.

Name of Surviving Party

Please return all correspondence concerning this matter to:

John Catalano

Contact Person

John Catalano, P.A.

Firm/Company

3669 Loquat Avenue

Address

Miami, Florida 33133

City, State and Zip Code

catalanoj@gmail.com

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

For further information concerning this matter, please call:

John Catalano

at (305) 401-6904

Name of Contact Person

Area Code and Daytime Telephone Number

☒ Certified Copy (optional) \$8.75

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

EFFECTIVE DATE
DEC 1 2015

FILED
2015 NOV 19 PM 3:17
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**Articles of Merger
For
Florida Profit or Non-Profit Corporation
Into
Other Business Entity**

The following Articles of Merger are submitted to merge the following Florida Profit and/or Non-Profit Corporation(s) in accordance with s. 607.1109, 617.0302 or 605.1025, Florida Statutes.

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>
John Catalano, P.A.	Florida	corporation
Leopard Investments, LLC	Florida	limited liability company

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>
John Catalano, P.A.	Florida	corporation

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, 605, 617, and/or 620, Florida Statutes.

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:

December 1, 2015

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.

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:

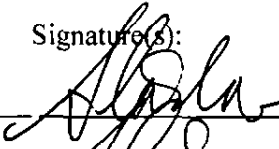
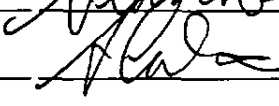
not applicable

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:
John Catalano, P.A.		John Catalano, President
Leopard Investments, LLC		John Catalano, Manager

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>
John Catalano, P.A.	Florida	corporation
Leopard Investments, LLC	Florida	limited liability company

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>
John Catalano, P.A.	Florida	corporation

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

The merger shall be effective as of December 1, 2015. John Catalano, P.A. shall receive 100% of the membership interests of Leopard Investments, LLC. The sole shareholder of John Catalano, P.A. is John Catalano, who shall continue to hold 100% of the shares of John Catalano, P.A. The merger was approved via consent of the sole shareholder of John Catalano, P.A. via resolution dated November 16, 2015, approving the plan of merger; and the consent of the sole member of Leopard Investments, LLC via resolution dated November 16, 2015, approving the plan of merger.

(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:

The merger shall be effective as of December 1, 2015. John Catalano, P.A. shall receive 100% of the membership interests of Leopard Investments, LLC. John Catalano, P.A. shall assume the liabilities of the merged party. The sole shareholder of John Catalano, P.A. is John Catalano, who shall continue to hold 100% of the shares of John Catalano, P.A.

(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:

John Catalano, P.A. shall acquire 100% of the assets, interests and rights of Leopard Investments, LLC.

The sole shareholder of John Catalano, P.A. is John Catalano, who shall continue to hold 100% of the shares of John Catalano, P.A., together with the beneficial interest in and to such assest, interests and rights thereof.

(Attach additional sheet if necessary)

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

Not applicable.

(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:

Not applicable.

(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:

A plan of merger was approved by John Catalano, P.A. on November 16, 2015.

A plan of merger was approved by Leopard Investments, LLC on November 16, 2015

The effective date of the merger is December 1, 2015.

The surviving entity has agreed to pay to any members with appraisal rights the

amount to which such members are entitled under Florida statutes 608.4351-608.43595.

(Attach additional sheet if necessary)

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

None.

(Attach additional sheet if necessary)