

12/30/2019

Division of Corporations

H190003728423

Florida Department of State  
Division of Corporations  
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To:

Division of Corporations  
Fax Number : (850)617-6380

*Attn: Diane Cushing*

From:

Account Name : IVAN & DAUGUSTINIS, PLLC  
Account Number : I20180000057  
Phone : (904)395-2395  
Fax Number : (904)475-2121

**\*\*Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.\*\***

Email Address: Stephenreitz@comcast.net

**MERGER OR SHARE EXCHANGE**

**Land Shark Corp.**

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DIVISION OF CORPORATIONS

19 DEC 30 PM 12:12

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January 3, 2020

FLORIDA DEPARTMENT OF STATE  
Division of Corporations

LAND SHARK CORP.  
2156 N. MAIN STREET  
WALNUT CREEK, CA 94596

SUBJECT: LAND SHARK CORP.  
REF: P92000011925

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refile the complete document, including the electronic filing cover sheet.

This document was received in our office on 12/30/19. You cannot approve the document and sign the document after it is received in our office. If you will correct the document to say 12/30/19 I can honor the original date submitted. Otherwise you will have to meet the new requirements that went into effect on 01/01/2020 which means you will have to file the 2020 annual report on all entities before the merger can be filed. You can email the document back to me at Diane.Cushing@dos.myflorida.com.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6050.

Diane Cushing  
Senior Section Administrator

FAX Aud. #: H19000372842  
Letter Number: 120A00000150

**ARTICLES OF MERGER  
OF  
SUMMIT VENTURES OF JAX, LLC  
WITH AND INTO  
LAND SHARK CORP.**

The following Articles of Merger are prepared in accordance with Sections 605.1025 and 607.1105 of the Florida Statutes, and submitted to merge the following Florida limited liability company into the following Florida corporation in accordance with Chapters 605 and 607 of the Florida Statutes.

1. **SUMMIT VENTURES OF JAX, LLC**, a Florida limited liability company, that has been assigned document number L13000011144, is merging with and into **LAND SHARK CORP.**, a Florida corporation, that has been assigned document number P92000011925.

2. The attached Plan of Merger was approved by **SUMMIT VENTURES OF JAX, LLC**, in accordance with the applicable provisions of Chapter 605, Florida Statutes, by unanimous written consent of the members and managers of **SUMMIT VENTURES OF JAX, LLC**, effective as of December 30, 2019.

3. The attached Plan of Merger was approved by **LAND SHARK CORP.**, in accordance with the applicable provisions of Chapter 607, Florida Statutes, by unanimous written consent of the shareholders and directors of **LAND SHARK CORP.**, on December 30, 2019.

4. Pursuant to the Plan of Merger, **SUMMIT VENTURES OF JAX, LLC**, shall be merged with and into **LAND SHARK CORP.**, the surviving corporation.

5. **LAND SHARK CORP.** has agreed to pay any members of **SUMMIT VENTURES OF JAX, LLC**, with appraisal rights the amount to which such members are entitled under the provisions of Sections 605.1006 and 605.1061 - .1072.

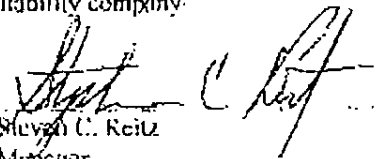
6. The merger shall be effective as of the date of the filing of these Articles of Merger with the Florida Secretary of State.

*[Signature page follows.]*

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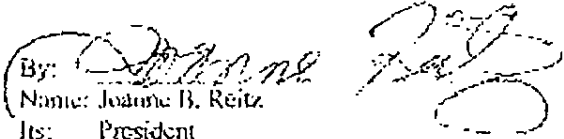
The undersigned have executed the Articles of Merger as of December 31, 2019.

SUMMIT VENTURES OF JAX, LLC, a Florida  
limited liability company.

By:   
Name: Steven C. Reitz  
Its: Manager

By:   
Name: Joanne B. Reitz  
Its: Manager

LAND SHARK CORP., a Florida corporation

By:   
Name: Joanne B. Reitz  
Its: President

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## **PLAN OF MERGER**

**THIS PLAN OF MERGER** (the "Plan") is dated effective as of the close of business on December 30, 2019, by and between **SUMMIT VENTURES OF JAX, LLC**, a Florida limited liability company ("Summit"), and **LAND SHARK CORP.**, a Florida corporation ("Land Shark" or the "Surviving Entity"). Summit and Land Shark are hereinafter sometimes referred to collectively as the "Constituent Entities."

## **RECITALS**

**WHEREAS**, the board of directors and shareholders of Land Shark and managers and members of Summit determined that it would be in the best interests of their respective entities and their respective shareholders and members for Summit to merge with and into Land Shark in accordance with Florida law.

## **AGREEMENT**

**NOW, THEREFORE**, in consideration of the premises, and the mutual covenants, agreements, provisions and grants herein contained, the Constituent Entities hereby agree and prescribe the terms and conditions of this Plan and the mode of carrying the same into effect, as follows:

1. **Merger.** Subject to and on the terms and conditions set forth herein, on the Effective Date (as defined in Section 2 below), Summit shall be merged (the "Merger") with and into Land Shark, with the separate corporate existence of Summit ceasing and Land Shark shall continue as the surviving entity of the Merger.
2. **Effective Date.** The Merger shall become effective upon the filing of the Articles of Merger in such form as is required with the Secretary of State of the State of Florida or at such subsequent date and time as the Constituent Entities shall specify in the Articles of Merger (the "Effective Date").
3. **Effect of Merger.** Upon the Effective Date: (a) Summit and Land Shark shall become a single corporation and the separate existence of Summit shall cease; (b) Land Shark shall succeed to and possess all the rights, privileges, powers, and immunities of Summit, which, together with all of the assets, properties, business, patents, trademarks, and goodwill of Summit of every type and description wherever located, shall vest in Land Shark without further act or deed; (c) all rights of creditors and all liens upon any property of the Constituent Entities shall remain unimpaired; and (d) the name of Land Shark shall remain.
4. **Articles of Incorporation, Etc.** Upon the Effective Date and by virtue of the Merger: (a) the articles of incorporation of Land Shark, as in effect immediately prior to the Effective Date, shall be the articles of incorporation of the Surviving Entity until thereafter amended in accordance with the provisions thereof and as provided by Florida law; (b) the bylaws of Land Shark, as in effect immediately prior to the Effective Date, shall be the bylaws of the Surviving Entity until thereafter amended in accordance with the provisions thereof and as

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provided by Florida law; and (c) the articles of organization of Summit, as in effect immediately prior to the Effective Date shall be terminated.

5. **Conversion of Membership Interests.** Upon the Effective Date, all of the units of membership interest of Summit issued and outstanding immediately prior to the Effective Date shall be changed and converted, collectively, into one (1) validly issued, fully paid, and non-assessable share of Common Stock of the Surviving Entity, and all shares of Common Stock of Land Shark issued and outstanding immediately prior to the Effective Date shall remain outstanding and each such share shall represent one share of Common Stock of the Surviving Entity.

6. **Governing Law.** This Plan shall be governed and construed in accordance with the laws of the State of Florida, without regard to conflict of law principles.

7. **Counterparts.** This Plan may be executed in counterparts, each of which when so executed shall constitute an original copy hereof, but both of which together shall be considered but one and the same document.

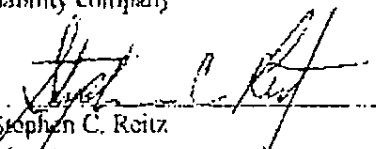
*{Signatures on the Following Page}*

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IN WITNESS WHEREOF, the Constituent Entities have executed this Plan of Merger  
on the date first above written.

**SUMMIT:**

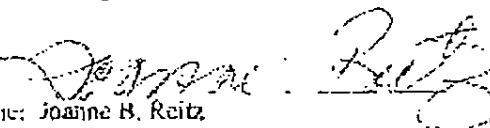
Summit Ventures of Jax, LLC, a Florida  
limited liability company

By:   
Name: Stephen C. Reitz  
Title: Manager

**LAND SHARK:**

Land Shark Corp., a Florida corporation

By:   
Name: Joanne B. Reitz  
Title: President

By:   
Name: Joanne B. Reitz  
Title: Manager