

10015124100ns No. 0784 Page 2 of 1
P93000087116

Florida Department of State
Division of Corporations
Electronic Filing Cover Sheet

Attn: Carolyn

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MERGER OR SHARE EXCHANGE

Loxco, Inc.

| | |
|-----------------------|----------|
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AUG 05 2015
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August 5, 2015

FLORIDA DEPARTMENT OF STATE
Division of Corporations

LOXCO, INC.
100 NOCOSSA CR
JUPITER, FL 33458US

SUBJECT: LOXCO, INC.
REF: P93000087116

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

Please fill in the date of adoption by the shareholders of the surviving corporation on page 1 fifth paragraph.

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

Annette Ramsey
Regulatory Specialist II

FAX Aud. #: H15000188460
Letter Number: 515A00016455

COVER LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: Lexco, Inc.
Name of Surviving Corporation

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

Please return all correspondence concerning this matter to following:

Paul B. Erickson, Esq.

Contact Person

Alley, Maass, Rogers & Lindsay, P.A.

Firm/Company

340 Royal Princianna Way, Suite 321

Address

Palm Beach, Florida 33480

City/State and Zip Code

paul.erickson@amr1.com

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

For further information concerning this matter, please call:

Paul B. Erickson

Name of Contact Person

At (561) 659-1770

Area Code & Daytime Telephone Number

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

STREET ADDRESS:

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

MAILING ADDRESS:

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

Aug. 5. 2015 12:41PM

No: 0784 P. 4

ARTICLES OF MERGER
(Profit Corporations)

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The following articles of merger are submitted in accordance with the Florida Business Corporation Act, pursuant to section 607.1105, Florida Statutes.

First: The name and jurisdiction of the surviving corporation:

| <u>Name</u> | <u>Jurisdiction</u> | <u>Document Number</u> (If known/ applicable) |
|-------------|---------------------|--------------------------------------------------|
| Loxco, Inc. | Florida | P93000087116 |

Second: The name and jurisdiction of each merging corporation:

| <u>Name</u> | <u>Jurisdiction</u> | <u>Document Number</u> (If known/ applicable) |
|-----------------------------------|---------------------|--------------------------------------------------|
| Loxco, Inc. | Florida | P93000087116 |
| Dryco, Inc. | Florida | P14000000520 |
| Gusco Limited, Inc. | Florida | M70435 |
| The Loxahatchee Club Realty, Inc. | Florida | J15861 |

Third: The Plan of Merger is attached.

Fourth: The merger shall become effective on the date the Articles of Merger are filed with the Florida Department of State.

OR ____/____/____ (Enter a specific date. NOTE: An effective date cannot be prior to the date of filing or more than 90 days after merger file date.)

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.

Fifth: Adoption of Merger by surviving corporation - (COMPLETE ONLY ONE STATEMENT)

The Plan of Merger was adopted by the shareholders of the surviving corporation on August 1, 2015

The Plan of Merger was adopted by the board of directors of the surviving corporation on _____ and shareholder approval was not required.

Sixth: Adoption of Merger by merging corporation(s) (COMPLETE ONLY ONE STATEMENT)

The Plan of Merger was adopted by the shareholders of the merging corporation(s) on _____

The Plan of Merger was adopted by the board of directors of the merging corporation(s) on August 1, 2015 and shareholder approval was not required.

(Attach additional sheets if necessary)

PLAN OF MERGER

(Non Subsidiaries)

The following plan of merger is submitted in compliance with section 607.1101, Florida Statutes, and in accordance with the laws of any other applicable jurisdiction of incorporation.

First: The name and jurisdiction of the surviving corporation:

| <u>Name</u> | <u>Jurisdiction</u> |
|-------------|---------------------|
| Loxco, Inc. | Florida |

Second: The name and jurisdiction of each merging corporation:

| <u>Name</u> | <u>Jurisdiction</u> |
|-----------------------------------|---------------------|
| Loxco, Inc. | Florida |
| Dryco, Inc. | Florida |
| Gusco Limited, Inc. | Florida |
| The Loxahatchee Club Realty, Inc. | Florida |

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

All assets and liabilities of the merging corporations are merged into and assumed by the surviving corporation.
All shares of the merging corporations and the securities are converted into shares of the surviving corporation.

Fourth: The manner and basis of converting the shares of each corporation into shares, obligations, or other securities of the surviving corporation or any other corporation or, in whole or in part, into cash or other property and the manner and basis of converting rights to acquire shares of each corporation into rights to acquire shares, obligations, or other securities of the surviving or any other corporation or, in whole or in part, into cash or other property are as follows:

(Attach additional sheets if necessary)

THE FOLLOWING MAY BE SET FORTH IF APPLICABLE:

Amendments to the articles of incorporation of the surviving corporation are indicated below or attached:

OR

Restated articles are attached:

Other provisions relating to the merger are as follows:

N/A