

P9500090161

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

(Business Entity Name)

(Document Number)

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04/22/13--01040--008 **105.00

FILED
13 MAY -8 AM 10:49
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

merger
MAY 13 2013

R. WHITE



FLORIDA DEPARTMENT OF STATE
Division of Corporations

April 26, 2013

DAISY KING
VESTA PROPERTY SERVICES INC.
1021 OAK STREET
JACKSONVILLE, FL 32204

SUBJECT: VESTA PROPERTY SERVICES, INC.
Ref. Number: P95000090161

We have received your document for VESTA PROPERTY SERVICES, INC. and your check(s) totaling \$105.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

THE ENTITIES MERGING ARE LLC'S AND AS SUCH, THE FORM NEEDED FOR MERGING AN LLC INTO A CORPORATION CERTIFICATE OF MERGER FOR FLORIDA LLC. PROVIDED FOR YOUR CONVENIENCE IS THE FORMS NEEDED.

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.

Rebekah White
Regulatory Specialist

Letter Number: 913A00010127

COVER LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: Vesta Property Services, 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:

Daisy King
Contact Person

Vesta Property Services, Inc.
Firm/Company

1021 Oak Street
Address

Jacksonville, Florida 32204
City/State and Zip Code

daisy.king@vestaforyou.com
E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Daisy King At (904) 355-1831
Name of Contact Person 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



FLORIDA DEPARTMENT OF STATE
Division of Corporations

April 26, 2013

DAISY KING
VESTA PROPERTY SERVICES INC.
1021 OAK STREET
JACKSONVILLE, FL 32204

SUBJECT: VESTA PROPERTY SERVICES, INC.
Ref. Number: P95000090161

We have received your document for VESTA PROPERTY SERVICES, INC. and your check(s) totaling \$105.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

~~THE ENTITIES MERGING ARE LLC'S AND AS SUCH, THE FORM NEEDED FOR MERGING AN LLC INTO A CORPORATION CERTIFICATE OF MERGER FOR FLORIDA LLC PROVIDED FOR YOUR CONVENIENCE IS THE FORMS NEEDED.~~

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.

Rebekah White
Regulatory Specialist

Letter Number: 913A00010127



May 7, 2013

Amendment Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, Florida 32301
ATTN: Rebekah White, Regulatory Specialisat

Re: Ref#P95000090161 – Vesta Property Services, Inc. (surviving party) and
Kings Point Management, LLC and Kings Point Management Services, LLC (merging
parties)

Dear Ms. White:

Pursuant to your letter dated April 26, 2013, I have completed the correct Form as instructed
therein.

If you have any questions, or need additional information, I may be contacted at (904) 355-1381, or
via email at daisy.king@vestaforyou.com.

Thank you.

Daisy King
Director of Administration

RECEIVED

13 MAY -8 AM 8:30

/dk
Encl
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

there for you

1021 Oak Street
Jacksonville, Florida 32204
p 904.355-1831
f 904.355-1832
VestaForYou.com

COVER LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: Vesta Property Services, Inc.

Name of Surviving Party

The enclosed Certificate of Merger and fee(s) are submitted for filing.

Please return all correspondence concerning this matter to:

Daisy King

Contact Person

Vesta Property Services, Inc.

Firm/Company

1021 Oak Street

Address

Jacksonville, Florida 32204

City, State and Zip Code

daisy.king@vestaforyou.com

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

For further information concerning this matter, please call:

Daisy King

Name of Contact Person

at (904) 355-1831

Area Code and 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

**Certificate of Merger
For
Florida Limited Liability Company**

FILED
13 MAY -8 AM 10:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The following Certificate of Merger is submitted to merge the following Florida Limited Liability Company(ies) in accordance with s. 608.4382, 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>
Kings Point Management, LLC	FL	limited liability co.
Kings Point Management Services, LLC	FL	limited liability co.

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>
Vesta Property Services, Inc.	FL	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, 608, 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:

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:

SEVENTH: If the survivor is not formed, organized or incorporated under the laws of Florida, the survivor agrees to pay to any members with appraisal rights the amount, to which such members are entitles under ss.608.4351-608.43595, F.S.

EIGHTH: If the surviving party is an out-of-state entity not qualified to transact business in this state, the surviving entity:

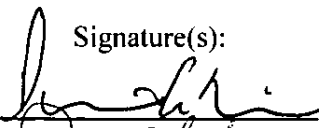
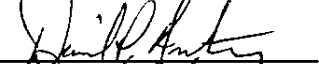
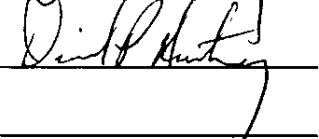
a.) Lists the following street and mailing address of an office, which the Florida Department of State may use for the purposes of s. 48.181, F.S., are as follows:

Street address: _____

Mailing address: _____

b.) Appoints the Florida Secretary of State as its agent for service of process in a proceeding to enforce obligations of each limited liability company that merged into such entity, including any appraisal rights of its members under ss.608.4351-608.43595, Florida Statutes.

NINTH: Signature(s) for Each Party:

Name of Entity/Organization:	Signature(s):	Typed or Printed Name of Individual:
Vesta Property Services, Inc.		Daniel Nicholson, VP
Kings Point Management, LLC		Daniel P. Armstrong, VP
Kings Point Management Services, LLC		Daniel P. Armstrong, VP

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 a member or authorized representative

<u>Fees:</u> 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

<u>Certified Copy (optional):</u>	\$30.00
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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>
Kings Point Management , LLC	FL	limited liability co.
Kings Point Management Services, LLC	FL	limited liability co.

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>
Vesta Property Services, Inc.	FL	corporation

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

The merger was approved by the board of directors for each party on November 25, 2010.

(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 outstanding shares of the wholly owned subsidiaries, Kings Point Management, LLC and Kings Point

Management Services, LLC shall be cancelled and no consideration shall be paid for such shares.

(Attach additional sheet if necessary)

B. The manner and basis of converting rights to acquire the interests, shares, obligations or other securities of each merged party into 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:

The outstanding shares of the wholly owned subsidiaries, Kings Point Management, LLC and Kings Point

Management Services, LLC shall be cancelled and no consideration shall be paid for such shares.

(Attach additional sheet if necessary)

FIFTH: Any statements that are required by the laws under which each other business entity is formed, organized, or incorporated are as follows:

(Attach additional sheet if necessary)

SIXTH: Other provisions, if any, relating to the merger are as follows:

There are no shareholders entitled to appraisal rights since subsidiaries are wholly owned by parent.

(Attach additional sheet if necessary)