

V45587

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP ☐ WAIT ☐ MAIL

(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

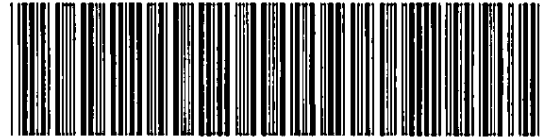
Special Instructions to Filing Officer:

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RECEIVED

AUG 25 2020

EFFECTIVE DATE
8/25/20

Manager

FILED
2020 AUG 25 PM 3:47
SECRETARY OF STATE
TALLAHASSEE, FL

COVER LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: HOLLYWOOD WHEELS, INC., Doc. V45587
Name of Surviving Entity

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

Please return all correspondence concerning this matter to following:

Michael J. Flynn, Jr.

Contact Person

Hollywood Wheels, Inc.

Firm/Company

10491 75th Street

Address

Largo, FL 33777

City/State and Zip Code

mike@hollywoodwheels.com

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

For further information concerning this matter, please call:

Michael J. Flynn, Jr. At (800) 237-8954

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)

Mailing Address:

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

Street Address:

Amendment Section
Division of Corporations
The Centre of Tallahassee
2415 N. Monroe Street, Suite 810
Tallahassee, FL 32303

IMPORTANT NOTICE: Pursuant to s.607.1622(8), F.S., each party to the merger must be active and current in filing its annual report through December 31 of the calendar year which this articles of merger are being submitted to the Department of State for filing.

FILED

2020 AUG 25 PM 3:48

SECRETARY OF STATE
TALLAHASSEE, FL

ARTICLES OF MERGER OF:

HOLLYWOOD WHEELS, LLC, A FLORIDA LIMITED LIABILITY COMPANY, FLORIDA DOCUMENT NUMBER L12000123711 AND

HOLLYWOOD WHEELS, INC., A FLORIDA CORPORATION, FLORIDA DOCUMENT NUMBER V45587

SURVIVING ENTITY: HOLLYWOOD WHEELS, INC., A FLORIDA CORPORATION

Michael J. Flynn, Jr., as 100% shareholder of Hollywood Wheels, Inc., a Florida Corporation, Florida Document No. V45587 and as 100% member and sole manager of Hollywood Wheels, LLC, a Florida Limited Liability Company, Document No. L12000123711, state:

(a) The name, jurisdiction of formation, and type of entity of each party of the merger;

HOLLYWOOD WHEELS, LLC, A FLORIDA LIMITED LIABILITY COMPANY, FLORIDA DOCUMENT NUMBER L12000123711 AND

HOLLYWOOD WHEELS, INC., A FLORIDA CORPORATION, FLORIDA DOCUMENT NUMBER V45587

(b) If not already identified as the survivor pursuant to paragraph (a), the name, jurisdiction of formation, and type of entity of the survivor;

The survivor is: HOLLYWOOD WHEELS, INC., A FLORIDA CORPORATION, FLORIDA DOCUMENT NUMBER V45587

EXECUTIVE DATE

8/25/20

(c) If the survivor of the merger is a domestic corporation and its articles of incorporation are being amended, or if a new domestic corporation is being created as a result of the merger:

1. The amendments to the survivor's articles of incorporation; or
2. The articles of incorporation of the new corporation;

The Articles of Incorporation are not being amended.

(d) If the survivor of the merger is a domestic eligible entity, other than a domestic corporation, and its public organic record is being amended in connection with the merger, or if a new domestic eligible entity is being created as a result of the merger:

1. The amendments to the public organic record of the survivor; or
2. The public organic record of the new eligible entity;

Not Applicable.

(e) If the plan of merger required approval by the shareholders of a domestic corporation that is a party to the merger, a statement that the plan was duly approved by the shareholders and, if voting by any separate voting group was required, by each such separate voting group, in the manner required by this chapter and the articles of incorporation of such domestic corporation;

Michael J. Flynn, Jr., as 100% shareholder of Hollywood Wheels, Inc., and as sole member and sole manager of Hollywood Wheels, LLC, approve this merger.

(f) If the plan of merger did not require approval by the shareholders of a domestic corporation that is a party to the merger, a statement to that effect;

Not Applicable.

(g) As to each foreign corporation that is a party to the merger, a statement that the participation of the foreign corporation was duly authorized in accordance with such corporation's organic law;

Not Applicable.

(h) As to each domestic or foreign eligible entity that is a party to the merger and that is not a domestic or foreign corporation, a statement that the participation of the eligible entity in the merger was duly authorized in accordance with such eligible entity's organic law; and

Not Applicable.

(i) If the survivor is created by the merger and is a domestic limited liability partnership, the document required to elect that status, as an attachment.

Not Applicable.

Effective Date: Pursuant to Fla.Stat. 607.0123, the effective date shall **August 25, 2020**.

Additional statements per Chapter 605, Fla. Stat.:

(a) The name, jurisdiction of formation, and type of entity of each merging entity that is not the surviving entity.

HOLLYWOOD WHEELS, LLC, A FLORIDA LIMITED LIABILITY COMPANY, FLORIDA DOCUMENT NUMBER L12000123711 is a merging entity and is not the surviving entity.

(b) The name, jurisdiction of formation, and type of entity of the surviving entity.

HOLLYWOOD WHEELS, INC., A FLORIDA CORPORATION, FLORIDA DOCUMENT NUMBER V45587

(c) The merger was approved by each domestic merging entity that is a limited liability company, if any, in accordance with the provisions of ss. 605.1021-605.1026; by each other merging entity, if any, in accordance with the law of its jurisdiction of formation; 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) and whose approval is required.

(d) - (g) Intentionally omitted.

(h) The surviving entity has agreed to pay to any members of any limited liability company with appraisal rights the amount to which such members are entitled under the provisions of ss. 605.1006 and 605.1061-605.1072.

(i) The effective date of the merger if the effective date of the merger is not the same as the date of filing of the articles of merger, subject to the limitations contained in s. 605.0207: The effective date of the Merger is **August 25, 2020**.

General Terms:

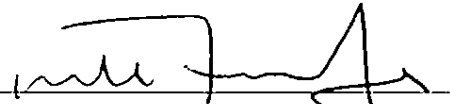
The merger was approved by each domestic merging corporation in accordance with s.607.1101(1)(b), F.S., and by the organic law governing the other parties to the merger.

Hollywood Wheels, Inc., is an entity that exists before the merger and is a domestic filing entity.

The plan of merger was approved by the shareholders and each separate voting group as required.

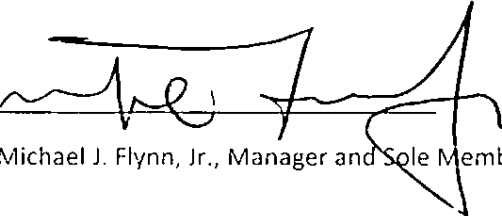
In witness whereof, the parties affix their hands and seals:

Hollywood Wheels, Inc., a Florida Corporation

By: 

Michael J. Flynn, Jr., President/Sole Shareholder

Hollywood Wheels, LLC, a Florida Limited Liability Company

By: 

Michael J. Flynn, Jr., Manager and Sole Member