

B3178-4051 11/20/2024 5:00 PM Received by California Secretary of State



**State of California
Secretary of State**

OBE MERG



Certificate of Merger

(California Corporations Code sections 1113(g), 3203(g), 6019.1, 8019.1, 9640, 12540.1, 15911.14, 16915(b) and 17710.14)

For Office Use Only

-FILED-

File No.: BA20242076879

Date Filed: 11/20/2024

Filing Fee: \$150.00; Certification Fee (Optional): \$5.00

This Space For Filing Use Only

1. NAME OF SURVIVING ENTITY STRAT AMERICAS, LLC	2. TYPE OF ENTITY LLC	3. CA SECRETARY OF STATE ENTITY NUMBER 202464516281	4. JURISDICTION CA																		
5. NAME OF DISAPPEARING ENTITY STRAT AMERICAS, LLC	6. TYPE OF ENTITY LLC	7. CA SECRETARY OF STATE ENTITY NUMBER	8. JURISDICTION FL																		
<p>9. THE PRINCIPAL TERMS OF THE AGREEMENT OF MERGER WERE APPROVED BY A VOTE OF THE NUMBER OF INTERESTS OR SHARES OF EACH CLASS THAT EQUALED OR EXCEEDED THE VOTE REQUIRED. (IF A VOTE WAS REQUIRED, SPECIFY THE CLASS AND THE NUMBER OF OUTSTANDING INTERESTS OF EACH CLASS ENTITLED TO VOTE ON THE MERGER AND THE PERCENTAGE VOTE REQUIRED OF EACH CLASS. ATTACH ADDITIONAL PAGES, IF NEEDED.)</p> <table border="1"> <thead> <tr> <th colspan="3">SURVIVING ENTITY</th> <th colspan="3">DISAPPEARING ENTITY</th> </tr> <tr> <th>CLASS AND NUMBER</th> <th>AND</th> <th>PERCENTAGE VOTE REQUIRED</th> <th>CLASS AND NUMBER</th> <th>AND</th> <th>PERCENTAGE VOTE REQUIRED</th> </tr> </thead> <tbody> <tr> <td>100% MEMBERSHIP INTEREST</td> <td></td> <td>EXCEEDED 50%</td> <td>100% MEMBERSHIP INTEREST</td> <td></td> <td>EXCEEDED 50%</td> </tr> </tbody> </table>				SURVIVING ENTITY			DISAPPEARING ENTITY			CLASS AND NUMBER	AND	PERCENTAGE VOTE REQUIRED	CLASS AND NUMBER	AND	PERCENTAGE VOTE REQUIRED	100% MEMBERSHIP INTEREST		EXCEEDED 50%	100% MEMBERSHIP INTEREST		EXCEEDED 50%
SURVIVING ENTITY			DISAPPEARING ENTITY																		
CLASS AND NUMBER	AND	PERCENTAGE VOTE REQUIRED	CLASS AND NUMBER	AND	PERCENTAGE VOTE REQUIRED																
100% MEMBERSHIP INTEREST		EXCEEDED 50%	100% MEMBERSHIP INTEREST		EXCEEDED 50%																
<p>10. IF EQUITY SECURITIES OF A PARENT PARTY ARE TO BE ISSUED IN THE MERGER, CHECK THE APPLICABLE STATEMENT.</p> <p><input type="checkbox"/> No vote of the shareholders of the parent party was required. <input type="checkbox"/> The required vote of the shareholders of the parent party was obtained.</p>																					
<p>11. IF THE SURVIVING ENTITY IS A DOMESTIC LIMITED LIABILITY COMPANY, LIMITED PARTNERSHIP, OR PARTNERSHIP, PROVIDE THE REQUISITE CHANGES (IF ANY) TO THE INFORMATION SET FORTH IN THE SURVIVING ENTITY'S ARTICLES OF ORGANIZATION, CERTIFICATE OF LIMITED PARTNERSHIP OR STATEMENT OF PARTNERSHIP AUTHORITY RESULTING FROM THE MERGER. ATTACH ADDITIONAL PAGES, IF NECESSARY.</p>																					
<p>12. IF A DISAPPEARING ENTITY IS A DOMESTIC LIMITED LIABILITY COMPANY, LIMITED PARTNERSHIP, OR PARTNERSHIP, AND THE SURVIVING ENTITY IS NOT A DOMESTIC ENTITY OF THE SAME TYPE, ENTER THE PRINCIPAL PLACE OF BUSINESS OF THE SURVIVING ENTITY.</p> <p>PRINCIPAL PLACE OF BUSINESS OF SURVIVING ENTITY CITY AND STATE ZIP CODE</p>																					
<p>13. OTHER INFORMATION REQUIRED TO BE STATED IN THE CERTIFICATE OF MERGER BY THE LAWS UNDER WHICH EACH CONSTITUENT OTHER BUSINESS ENTITY IS ORGANIZED. ATTACH ADDITIONAL PAGES, IF NECESSARY.</p>																					
<p>14. STATUTORY OR OTHER BASIS UNDER WHICH A FOREIGN OTHER BUSINESS ENTITY IS AUTHORIZED TO EFFECT THE MERGER.</p> <p>FLORIDA REVISED LIMITED LIABILITY COMPANY ACT CODE SECTIONS 605.1021-1026</p>		<p>15. FUTURE EFFECTIVE DATE, IF ANY</p> <p>(Month) (Day) (Year)</p>																			
<p>16. ADDITIONAL INFORMATION SET FORTH ON ATTACHED PAGES, IF ANY, IS INCORPORATED HEREIN BY THIS REFERENCE AND MADE PART OF THIS CERTIFICATE.</p>																					
<p>17. I CERTIFY UNDER PENALTY OF PERJURY UNDER THE LAWS OF THE STATE OF CALIFORNIA THAT THE FOREGOING IS TRUE AND CORRECT OF MY OWN KNOWLEDGE. I DECLARE I AM THE PERSON WHO EXECUTED THIS INSTRUMENT, WHICH EXECUTION IS MY ACT AND DEED.</p>																					
<p>SIGNATURE OF AUTHORIZED PERSON FOR THE SURVIVING ENTITY</p>		<p>11/14/24 SETH SCHACHNER, MANAGER DATE TYPE OR PRINT NAME AND TITLE OF AUTHORIZED PERSON</p>																			
<p>SIGNATURE OF AUTHORIZED PERSON FOR THE SURVIVING ENTITY</p>		<p>DATE TYPE OR PRINT NAME AND TITLE OF AUTHORIZED PERSON</p>																			
<p>SIGNATURE OF AUTHORIZED PERSON FOR THE DISAPPEARING ENTITY</p>		<p>11/14/24 SETH SCHACHNER, MANAGER DATE TYPE OR PRINT NAME AND TITLE OF AUTHORIZED PERSON</p>																			
<p>SIGNATURE OF AUTHORIZED PERSON FOR THE DISAPPEARING ENTITY</p>		<p>DATE TYPE OR PRINT NAME AND TITLE OF AUTHORIZED PERSON</p>																			
<p>For an entity that is a business trust, real estate investment trust or an unincorporated association, set forth the provision of law or other basis for the authority of the person signing: _____</p>																					