

Division of Corporations

220546

Florida Department of State  
Division of Corporations  
Public Access System

(4)

1/13  
merger

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

((H06000010822 3)))

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:  
Division of Corporations  
Fax Number : (850) 205-0380

From:  
Account Name : MCLIN & BURNSED P.A.  
Account Number : 104657003604  
Phone : (352) 753-4690  
Fax Number : (352) 751-4993

220546

RECEIVED

06 JAN 13 AM 8:00

DIVISION OF CORPORATIONS

MERGER OR SHARE EXCHANGE

The Villages of Lake-Sumter, Inc.

Certificate of Status	1
Certified Copy	0
Page Count	04
Estimated Charge	<del>\$96.45</del>

\$78.75

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

06 JAN 13 AM 10:11

FILED

Electronic Filing Menu

Corporate Filing Menu

Help

(((H06000010822 3)))

STATE OF FLORIDA  
ARTICLES OF MERGER OF A  
DOMESTIC LIMITED LIABILITY COMPANY  
INTO A DOMESTIC CORPORATION

The following Articles of Merger are being submitted in accordance with section 607.1109, Florida Statutes.

*106-2403*  
First: The name of the entity being merged into the other is Curia Properties, LLC, a Florida limited liability company, with its principal office located at 1020 Lake Sumter Landing, The Villages, FL 32162.

*220546*  
Second: The name of the surviving entity is The Villages of Lake-Sumter, Inc., a Florida corporation, with its principal office located at 1020 Lake Sumter Landing, The Villages, Florida, 32162.

Third: The Plan of Merger is hereby attached as *Exhibit "A"*, and meets the requirements of the applicable sections of Chapter 607 and/or 608, Florida Statutes.

Fourth: On January 13, 2006, the Plan of Merger was adopted and approved by The Villages of Lake-Sumter, Inc., and by Curia Properties, LLC in accordance with the applicable provisions of Chapters 607 and/or 608, Florida Statutes.

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

IN WITNESS WHEREOF, the undersigned have executed this agreement as of the date first written above.

CURIA PROPERTIES, LLC  
a Florida limited liability company

Manager:

By: *[Signature]*  
Name: John F. Wise, Manager

Member: PM3, Ltd., a Florida limited partnership

By: PM3, Inc., its general partner

By: *[Signature]*  
Name: Martin L. Dzuro, Vice President

(((H06000010822 3)))

06 JAN 13 AM 10:11  
FILED  
SERIALIZED  
TALLAHASSEE FLORIDA

01/13/2006 10:26 FAX 3527514993

MCLIN BURNSFD

003/004

(((HO6000010822 3)))

**THE VILLAGES OF LAKE-SUMTER, INC.**  
a Florida corporation

By: 

Name: John K. GRAFT

Title: V.P.

(((HO6000010822 3)))

((H06000010822 3)))

EXHIBIT "A"

PLAN OF MERGER  
CURIA PROPERTIES, LLC, WITH AND INTO  
THE VILLAGES OF LAKE-SUMTER, INC.

This Plan of Merger is dated as of January 13, 2006 by and between Curia Properties, LLC, a Florida limited liability company ("Curia") and The Villages of Lake-Sumter, Inc., a Florida corporation ("The Villages"), and was formed in accordance with the provisions of sections 607.1108 and 608.438, Florida Statutes.

- 1. **Merging Entity:** The name of the merging entity is Curia Properties, LLC, a Florida limited liability company.
- 2. **Surviving Entity:** The name of the surviving entity is The Villages of Lake-Sumter, Inc., a Florida corporation.
- 3. **Terms and Conditions:** The terms and conditions of the merger are as follows: The Villages shall acquire one hundred percent (100%) of the membership interests of Curia.

IN WITNESS WHEREOF, the undersigned have executed this agreement as of the date first written above.

**CURIA PROPERTIES, LLC**  
a Florida limited liability company

Manager:

By: John F. Wise  
Name: John F. Wise, Manager

Member: PM3, Ltd., a Florida limited partnership

By: PM3, Inc., its general partner  
By: Martin D. Dzuro  
Name: Martin D. Dzuro, Vice President

**THE VILLAGES OF LAKE-SUMTER, INC.**  
a Florida corporation

By: H. Gary Morse  
Name: H. Gary Morse  
Title: PRESIDENT

((H06000010822 3)))