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MERGER OR SHARE EXCHANGE

The Villages of Lake-Sumter, Inc.

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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.

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

106-973

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.

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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 April 26, 2006, the Plan of Merger was adopted and approved by The Villages of Lake-Sumter, Inc., and by Sectors Lands, LLC in accordance with the applicable provisions of Chapters 607 and/or 608, Florida Statutes.

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

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

Sectors Lands, LLC
a Florida limited liability company

Manager:

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

Member: PM3, Ltd., a Florida limited partnership

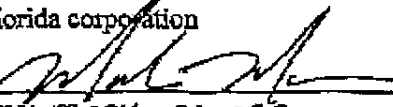
By: PM3, Inc., a Florida corporation,
its general partner

By: Martin L. Dzuro
Martin L. Dzuro, Vice President

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

By: 
Name: MARK MORSE
Title: VICE PRESIDENT

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EXHIBIT "A"

PLAN OF MERGER
SECTORES LANDS, LLC, WITH AND INTO
THE VILLAGES OF LAKE-SUMTER, INC.

This Plan of Merger is dated as of April 26, 2006 by and between Sectores Lands, LLC, a Florida limited liability company ("Sectores") 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 Sectores Lands, 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 Sectores.

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

SECTORES LANDS, LLC
a Florida limited liability company

Manager:

By: [Signature]
John F. Wise, Manager

Member: PM3, Ltd., a Florida limited partnership

By: PM3, Inc., a Florida corporation
Its General Partner

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

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

By: [Signature]
Name: Mark Morse
Title: Vice President

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