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GRAY ROBINSON

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Florida Department of State
Division of Corporations
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MERGER OR SHARE EXCHANGE

RCJ of Winter Park No. 3, LLLP

Certificate of Status	0
Certified Copy	1
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**Certificate of Merger
For
Florida Limited Partnership or Limited Liability Limited Partnership**

The following Certificate of Merger is submitted in accordance with s. 620.2108, 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>
F.P.B. Investments Joint Venture	Florida	Partnership 6P67-1784
T.P.B. Investments	Florida	Partnership 6P07-1782
W.S.B. Investments Joint Venture	Florida	Partnership 6P67-1789
R.K.-II Joint Venture	Florida	Partnership 6P67-1783

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>
RCJ of Winter Park No. 3, LLLP A96-2500	Florida	Limited Liability Limited Partnership

THIRD: The date the merger is effective under the governing laws of the surviving party is: 12:01 A.M. on the date of filing this Certificate of Merger with the Florida Department of State.

(NOTE: If survivor is a Florida limited partnership or limited liability limited partnership, effective date cannot be prior to no more than 90 days after the date this document is filed by the Florida Department of State. If survivor is not a Florida limited partnership or limited liability limited partnership, effective date shall be as provided in survivor's governing statute).

FOURTH: The merger was approved by each party as required by its governing law.

FIFTH: If the surviving party is a foreign organization not qualified to transact business in this state, the street address and mailing address of an office which the Florida Department of State may use for the purposes of s. 620.2109(2), F.S., are as follows:

Street address: N/A

Mailing Address:

SIXTH: Other provisions, if any, relating to the merger:

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SEVENTH: Signature(s) for Each Party:

(Merger must be signed by all general partners of Florida limited partnerships or limited liability partnerships and by the authorized representative of each other party.)

F.P.B. Investments Joint Venture

By: Juliette A. Holler
Juliette A. Holler

W.S.B. Investments Joint Venture

By: Juliette A. Holler
Juliette A. Holler

T.P.B. Investments

By: Juliette A. Holler
Juliette A. Holler

R.K.-II Joint Venture

By: Juliette A. Holler
Juliette A. Holler

RCJ of Winter Park No. 3, Ltd.

By: Juliette A. Holler
Juliette A. Holler, General Partner

**By: Roger W. Holler, Jr. Family Trust,
General Partner**

By: Juliette A. Holler
Juliette A. Holler, Trustee

By: Roger W. Holler
Roger W. Holler, Trustee

By: Christopher A. Holler
Christopher A. Holler, Trustee

By: Juliette E. Holler Rogers
Juliette E. Holler Rogers, Trustee

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