

**FD6000001412**

Florida Department of State  
Division of Corporations  
Electronic Filing Cover Sheet

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To: Division of Corporations  
Fax Number : (850)617-6380

From: Account Name : C T CORPORATION SYSTEM  
Account Number : FCA000000023  
Phone : (614)280-3338  
Fax Number : (954)208-0845

**\*\*Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.\*\***

Email Address: \_\_\_\_\_

2016 NOV - 1 AM 9:42  
FLORIDA DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS

**MERGER OR SHARE EXCHANGE  
Toll Southeast LP Company, Inc.**

Certificate of Status	0
Certified Copy	0
Page Count	04
Estimated Charge	\$105.00

52.50 Filing(LP)  
52.50 Filing(LP)  
52.50 Filing(Corp)

157.50

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DIVISION OF CORPORATIONS

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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>
TBI/Naples Limited Partnership	Florida	LP <u>A97000000416</u>
Toll Livingston at Naples Limited Partnership	Florida	LP <u>A020000001193</u>

**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>
Toll Southeast LP Company, Inc.	Delaware	Corp. <u>F06000001412</u>

**THIRD:** The date the merger is effective under the governing laws of the surviving party is: \_\_\_\_\_.

**(NOTE: If survivor is a Florida limited partnership or limited liability limited partnership, effective date cannot be prior to nor 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: \_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

Mailing address: \_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_



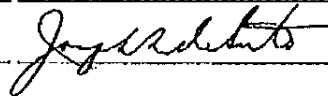
**SIXTH:** Other provisions, if any, relating to the merger:

SECRETARY OF STATE  
DIVISION OF CORPORATIONS

2016 NOV -1 AM 9:43

**SEVENTH:** Signature(s) for Each Party:

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

Name of Entity/Organization:	Signature(s):	Typed or Printed Name of Individual:
TBD/Naples Limited Partnership		Kenneth J. Greenspan, VP of Toll FL GP Corp., General Partner
Toll Livingston at Naples Limited Partnership		Kenneth J. Greenspan, VP of Toll FL GP Corp., General Partner
Toll Southeast LP Company, Inc.		Joseph R. DeSanto, President

**Fees:** Filing Fees: \$52.50 Per Party  
 Certified Copy: \$52.50 (Optional)  
 Certificate of Status: \$8.75 (Optional)