

CT CORPORATION

L00000012483

7/23

9

CORPORATION(S) NAME

Merger cc

Grand Reserve Condominiums, LLC

merging: Grand Reserve Apartments, LLC

02 JUL 23 PM 2 14
SECRETARY OF STATE
TALLAHASSEE FLORIDA

FILED

- Profit
- Nonprofit
- Foreign
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DIVISION OF CORPORATION

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W.P. Verifier _____

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Order#: 5499618

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*****80.00 *****80.00

660 East Jefferson Street
 Tallahassee, FL 32301
 Tel. 850 222 1092
 Fax 850 222 7615

ARTICLES OF MERGER
Merger Sheet

MERGING:

GRAND RESERVE APARTMENTS, LLC, L00000012476, A FLORIDA LLC

INTO

GRAND RESERVE CONDOMINIUMS, LLC, a Florida entity, L00000012483

File date: July 23, 2002

Corporate Specialist: Michelle Hodges

ARTICLES OF MERGER

The following articles of merger are being submitted in accordance with section(s) 607.1109, 608.4382, and/or 620.203, Florida Statutes.

FIRST: The exact name, street address of its principal office, jurisdiction, and entity type for each merging party are as follows:

<u>Name and Street Address</u>	<u>Jurisdiction</u>	<u>Entity Type</u>
<u>1. Grand Reserve Apartments, LLC</u> <u>c/o Julian LeCraw & Company, Inc.</u> <u>100 Atlanta Technology Center, Suite 200</u> <u>1575 Northside Drive, N.W., Atlanta, Georgia 30319</u> Florida Document/Registration Number: <u>L00000012476</u>	<u>Florida</u>	<u>Limited Liability Company</u> <u>FEI Number: 582576304</u>
<u>2. Grand Reserve Condominiums, LLC</u> <u>c/o Julian LeCraw & Company, Inc.</u> <u>100 Atlanta Technology Center, Suite 200</u> <u>1575 Northside Drive, N.W., Atlanta, Georgia 30319</u> Florida Document/Registration Number: <u>L00000012483</u>	<u>Florida</u>	<u>Limited Liability Company</u> <u>FEI Number: 582576305</u>
<u>3.</u> _____ _____ _____ Florida Document/Registration Number: _____	_____	_____ <u>FEI Number: _____</u>
<u>4.</u> _____ _____ _____ Florida Document/Registration Number: _____	_____	_____ <u>FEI Number: _____</u>

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TALLAHASSEE FLORIDA

(Attach additional sheet(s) if necessary)

SECOND: The exact name, street address of its principal office, jurisdiction, and entity type of the surviving party are as follows:

<u>Name and Street Address</u>	<u>Jurisdiction</u>	<u>Entity Type</u>
<u>Grand Reserve Condominiums, LLC</u> <u>c/o Julian LeCraw & Company, Inc.</u> <u>100 Atlanta Technology Center, Suite 200</u> <u>1575 Northside Drive, N.W., Atlanta, Georgia 30319</u> <u>Florida Document/Registration Number: L00000012483</u>	<u>Florida</u>	<u>Limited Liability Company</u>
		<u>FEI Number: 582576305</u>

THIRD: The attached Plan of Merger meets the requirements of section(s) 607.1108, 608.438, 617.1103, and/or 620.201, Florida Statutes, and was approved by each domestic corporation, limited liability company, partnership and/or limited partnership that is a party to the merger in accordance with Chapter(s) 607, 617, 608, and/or 620, Florida Statutes.

FOURTH: If applicable, the attached Plan of Merger was approved by the other business entity(ies) that is/are party(ies) to the merger in accordance with the respective laws of all applicable jurisdictions.

FIFTH: If not incorporated, organized, or otherwise formed under the laws of the state of Florida, the surviving entity hereby appoints the Florida Secretary of State as its agent for substitute service of process pursuant to Chapter 48, Florida Statutes, in any proceeding to enforce any obligation or rights of any dissenting shareholders, partners, and/or members of each domestic corporation, partnership, limited partnership and/or limited liability company that is a party to the merger.

SIXTH: If not incorporated, organized, or otherwise formed under the laws of the state of Florida, the surviving entity agrees to pay the dissenting shareholders, partners, and/or members of each domestic corporation, partnership, limited partnership and/or limited liability company that is a party to the merger the amount, if any, to which they are entitled under section(s) 607.1302, 620.205, and/or 608.4384, Florida Statutes.

SEVENTH: If applicable, the surviving entity has obtained the written consent of each shareholder, member or person that as a result of the merger is now a general partner of the surviving entity pursuant to section(s) 607.1108(5), 608.4381(2), and/or 620.202(2), Florida Statutes.

EIGHTH: The merger is permitted under the respective laws of all applicable jurisdictions and is not prohibited by the agreement of any partnership or limited partnership or the regulations or articles of organization of any limited liability company that is a party to the merger.

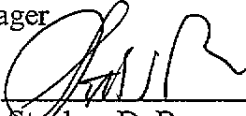
SIGNATURE PAGE FOR ARTICLES OF MERGER

GRAND RESERVE APARTMENTS, LLC
a Florida limited liability company

By: GEREE SunCoast, LLC, its sole member

By: LeCraw SunCoast Investors, LLC,
its Manager

By: JLC SunCoast Realty, LLC, its
Manager

By: 

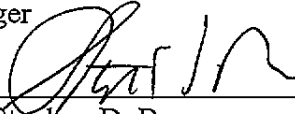
Stephen D. Broome, a
Member and a Manager

GRAND RESERVE CONDOMINIUMS, LLC, a
Florida limited liability company

By: GEREE SunCoast, LLC, its sole member

By: LeCraw SunCoast Investors, LLC, its
Manager

By: JLC SunCoast Realty, LLC, its
Manager

By: 

Stephen D. Broome, a
Member and a Manager

PLAN OF MERGER

The following plan of merger, which was adopted and approved by each party to the merger in accordance with section(s) 607.1107, 617.1103, 608.4381, and/or 620.202, is being submitted in accordance with section(s) 607.1108, 608.438, and/or 620.201, Florida Statutes.

FIRST: The exact name and jurisdiction of each merging party are as follows:

<u>Name</u>	<u>Jurisdiction</u>
Grand Reserve Apartments, LLC c/o Julian LeCraw & Company, Inc. 100 Atlanta Technology Center, Suite 200 1575 Northside Drive, N.W. Atlanta, Georgia 30319	Florida
Grand Reserve Condominiums, LLC c/o Julian LeCraw & Company, Inc. 100 Atlanta Technology Center, Suite 200 1575 Northside Drive, N.W. Atlanta, Georgia 30319	Florida

SECOND: The exact name and jurisdiction of the surviving party are as follows:

<u>Name</u>	<u>Jurisdiction</u>
Grand Reserve Condominiums, LLC c/o Julian LeCraw & Company, Inc. 100 Atlanta Technology Center, Suite 200 1575 Northside Drive, N.W. Atlanta, Georgia 30319	Florida

THIRD: The terms and conditions of the merger are as follows:

- GERE SunCoast, LLC, the sole member of each of the merging parties, shall be the sole member of the surviving party.
- Title to all real estate and other property, or any interest therein, of each party to the merger shall be vested in Grand Reserve Condominiums, LLC without reservation or impairment.
- Grand Reserve Condominiums, LLC shall be responsible and liable for all liabilities and obligations of each party to the merger.

FOURTH:

- A. The manner and basis of converting the interests, shares, obligations or other securities of each merged party into the interests, shares, obligations or other securities of the survivor, in whole or in part, into cash or other property are as follows:

GEREE SunCoast, LLC, the sole member of both parties to the merger, shall be the sole member of the surviving party and, as such, shall own 100% of the interests in the surviving party.

- B. The manner and basis of converting rights to acquire interests, shares, obligations or other securities of each merged party into rights to acquire interests, shares, obligations or other securities of the surviving entity, in whole or in part, into cash or other property are as follows:

Not applicable.

(Attach additional sheet(s) if necessary)

FIFTH: If a partnership or limited partnership is the surviving entity, the name(s) and address(es) of the general partner(s) are as follows:

If General Partner is a Non-Individual,

Name(s) and Address(es) of General Partner(s)

Florida Document/Registration Number

N/A

SIXTH: If a limited liability company is the surviving entity and it is to be managed by one or more managers, the name(s) and address(es) of the manager(s) are as follows:

Geree Suncoast, LLC
c/o Julian LeCraw & Company, Inc.
100 Atlanta Technology Center, Suite 200
1575 Northside Drive, N.W.
Atlanta, Georgia 30319

SEVENTH: All statements that are required by the laws of the jurisdiction(s) under which each Non-Florida business entity that is a party to the merger is formed, organized, or incorporated are as follows:

Not applicable

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

Not applicable.

(Attach additional sheet(s) if necessary)