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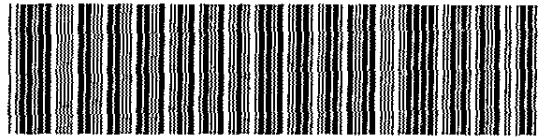
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203 N. E. 1ST STREET
GAINESVILLE, FL 32601

March 1, 2004

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

Re: Duck Pond Enterprises II

Dear Sir or Madam:

Enclosed to be filed with your office are the Articles of Merger of Duck Pond Enterprises II. Also enclosed is a check in the amount of \$50.00 to cover the filing fee. Please date stamp the enclosed copy of the Articles of Merger and return them to our office in the envelope provided.

Please call me if you have any questions.

Sincerely,



Angela Dean, Secretary to
Ellen R. Gershow

/ad
Enclosures

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>
1. Duck Pond Enterprises, II 6440 W. Newberry Rd., Suite 508 Gainesville, FL 32605	Florida	General Partnership

Florida Document/Registration Number: GP0400000284

FEI Number: 200702737

2. _____

Florida Document/Registration Number: _____

FEI Number: _____

3. _____

Florida Document/Registration Number: _____

FEI Number: _____

4. _____

Florida Document/Registration Number: _____

FEI Number: _____

(Attach additional sheet(s) if necessary)

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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>
Duck Pond Enterprises, LLC 6440 W. Newberry Rd., Suite 508 Gainesville, FL 32605	Florida	Limited Liability Co

Florida Document/Registration Number: L04000002606 FEI Number: _____

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.

The date the Articles of Merger are filed with Florida Department of State

(Enter specific date. NOTE: Date cannot be prior to the date of filing.)

ELEVENTH: SIGNATURE(S) FOR EACH PARTY:

Signature(s) _____

Duck Pond Enterprises II

James Edgar
Thomas E. Young

Thomas K. Young

Duck Pond Enterprises, LLC

Fannie E. Davis

Karen E. Harris

(Attach additional sheet(s) if necessary)

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>
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Duck Pond Enterprises II	Florida
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SECOND: The exact name and jurisdiction of the surviving party are as follows:

<u>Name</u>	<u>Jurisdiction</u>
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Duck Pond Enterprises, LLC	Florida
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THIRD: The terms and conditions of the merger are as follows:

Duck Pond Enterprises II is merged into Duck Pond Enterprises, LLC which is the surviving entity.

(Attach additional sheet(s) if necessary)

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:

The ownership interest in Duck Pond Enterprises, LLC is identical to the ownership interests in Duck Pond Enterprises II which shall be cancelled, resulting in no change in ownership interests.

- 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:

None

* (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 the name(s) and address(es) of the manager(s)managing members are as follows:

Thomas K. Young, 6440 W. Newberry Rd., Suite 508, Gainesville, FL 32605
Rogers Bartley, 6440 W. Newberry Rd., Suite 508, Gainesville, FL 32605
Andrew Muskus, II, 6440 W. Newberry Rd., Suite 508, Gainesville, FL 32605
Karen Harris, 6440 W. Newberry Rd., Suite 508, Gainesville, FL 32605
Jean Cook, 6440 W. Newberry Rd., Suite 508, Gainesville, FL 32605
Erin Connor Werner, 6440 W. Newberry Rd., Suite 508, Gainesville, FL 32605

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:

N/A

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

None

(Attach additional sheet(s) if necessary)