

L05000102513

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

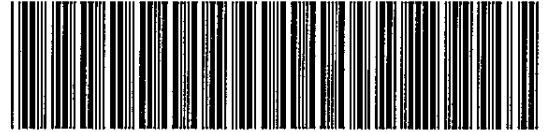
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



700062156627

12/19/05--01052--001 **50.00

FILED
2005 DEC 19 AM 10:41
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

DEC 21 2005

ANSBACHER & SCHNEIDER, P. A.
ATTORNEYS AT LAW

MAILING ADDRESS
P.O. Box 551260
JACKSONVILLE, FLORIDA 32255-1260

LEWIS ANSBACHER (1928 -2004)
MICHAEL N. SCHNEIDER
LAWRENCE V. ANSBACHER
KAREN IBACH BOWDEN
JASON M. TRAGER

TELEPHONE (904) 296-0100
FACSIMILE (904) 296-2842
WRITER'S INTERNET ADDRESS:
JTRAGER@JAXLAW.COM
DIRECT LINE: (904) 296-0637 x3006

December 14, 2005

Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Re: Merger of Laura, LLC into Beemer & Associates XLIV, LLC

Dear Sir or Madam:

Regarding the above referenced merger, I enclose herewith (1) the Articles of Merger, with the Plan of Merger attached thereto, for filing, and (2) our firms check in the amount of \$50.00 for the filing fees. Please return all correspondence concerning this matter to me at the address set forth above.

If you have any questions, please call me at (904) 296-0100.

Thank you.

Very truly yours,

Ansbacher & Schneider, P.A.



Jason M. Trager

Enclosures

2005 DEC 19 AM 10:41
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA
FILED

FILED
2005 DEC 19 AM 10:41
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

ARTICLES OF MERGER

Pursuant to the provisions of Section 608.4382 of the Florida Statutes, the undersigned organizations adopt the following Articles of Merger:

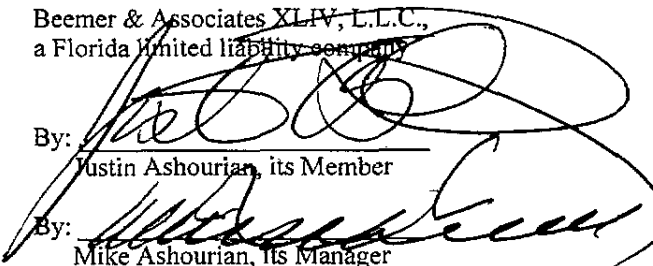
1. In the manner prescribed by Section 608.4381(2) of the Florida Statutes, the attached Plan of Merger was approved by the written consent of Justin Ashourian, as sole Member of Beemer & Associates XLIV, LLC, a Florida limited liability company, whose address is 13947 Beach Boulevard, Suite 210, Jacksonville, Florida 32224 and whose Florida document/registration number is L05000102513 (hereinafter referred to as the "Surviving Company"), and Laura Ashourian, as sole Member of Laura, LLC, a Florida limited liability company, whose address is 13947 Beach Boulevard, Suite 210, Jacksonville, Florida 32224 and whose Florida document/registration number is L05000040133 (hereinafter referred to as the "Absorbed Company"), which Absorbed Company's sole asset is that certain real property described on Exhibit A attached hereto:

2. The merger is permitted under the respective laws of the State of Florida and is not prohibited by the articles of organization of either of the limited liability companies that are a party to the merger.

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

The undersigned Beemer & Associates XLIV, L.L.C. and Laura, L.L.C. have caused these Articles of Merger of Laura, L.L.C. into Beemer & Associates XLIV, L.L.C., to be duly executed this 24th day of December, 2005.

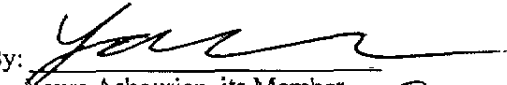
Beemer & Associates XLIV, L.L.C.,
a Florida limited liability company

By: 
Justin Ashourian, its Member

By: 
Mike Ashourian, its Manager

"Surviving Company"

Laura, L.L.C., a Florida limited liability company

By: 
Laura Ashourian, its Member

By: 
Mike Ashourian, its Manager

"Absorbed Company"

EXHIBIT A

SITUATE IN SECTION 50, TOWNSHIP 6 SOUTH, RANGE 29 EAST, ST. JOHNS COUNTY, FLORIDA: COMMENCING AT A 4 INCH CONCRETE MARKER ON THE EAST RIGHT OF WAY LINE OF U. S. HIGHWAY NO. 1, WHERE THE SOUTH RIGHT OF WAY LINE OF THE COUNTY ROAD TO STOKES ISLAND INTERSECTS THE EAST BOUNDARY OF U.S. HIGHWAY NO. 1, AS A PLACE OF BEGINNING; FROM SAID POINT OF BEGINNING, RUN EAST, ALONG THE SOUTH LINE OF SAID COUNTY ROAD TO STOKES ISLAND, 200.19 FEET TO A 4 INCH CONCRETE MARKER; THENCE RUN SOUTH 59° 15' EAST 191.27 FEET TO A 4 INCH CONCRETE MARKER; THENCE RUN WEST 200 FEET TO A 4 INCH CONCRETE MARKER LOCATED ON THE EAST RIGHT OF WAY LINE OF U.S. HIGHWAY NO. 1; THENCE RUN NORTH ALONG THE EAST RIGHT OF WAY LINE OF U.S. HIGHWAY NO. 1, A DISTANCE OF 200 FEET TO THE POINT OF BEGINNING.

FILED
2005 DEC 19 AM 10:41
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

FILED
2005 DEC 19 AM 10:44
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

PLAN OF MERGER

The following plan of merger, which was adopted and approved by each party to the merger in accordance with section 608.4381, Florida Statutes, is being submitted in accordance with section 608.438, Florida Statutes.

1. The exact name and jurisdiction of the merging party is Laura, LLC, a Florida limited liability company, whose address is 13947 Beach Boulevard, Suite 210, Jacksonville, Florida 32224 and whose Florida document/registration number is L05000040133 (hereinafter referred to as the "Absorbed Company").
2. The exact name and jurisdiction of the surviving party is Beemer & Associates XLIV, LLC, a Florida limited liability company, whose address is 13947 Beach Boulevard, Suite 210, Jacksonville, Florida 32224 and whose Florida document/registration number is L05000102513 (hereinafter referred to as the "Surviving Company").
3. The terms and conditions of the merger are as follows:

On the effective date of the merger, the Surviving Company shall succeed to all the rights, privileges, immunities, and franchises, and all the property, real, personal and mixed of Laura, LLC, without the necessity for any separate transfer. The Surviving Company shall thereafter be responsible and liable for all liabilities and obligations of Laura, LLC then owing as of such date with respect to the Absorbed Company, and neither the rights of creditors nor any liens on the property of Laura, LLC shall be impaired by the merger.

4. The manner and basis of converting the membership interests of Laura, LLC into interests in the Surviving Company is as follows:

The entire membership interests of the Absorbed Company held on the effective date of the merger shall be converted into 45.82% of the membership interests in the Surviving Company. The entire membership interests of the Surviving Company held prior to the effective date of the merger shall be converted into 54.18% of the membership interests in the Surviving Company. The respective membership interests of the Surviving Company on the effective date of the merger shall be as follows:

Justin Ashourian, an undivided 54.18% Membership Interest.
Laura Ashourian, an undivided 45.82% Membership Interest.

5. This Plan of Merger is approved by the written consent of Justin Ashourian, as sole Member of Beemer & Associates XLIV, LLC, a Florida limited liability company, Laura Ashourian, as sole Member of Laura, LLC, a Florida limited liability company, and Mike Ashourian, as non-member manager of both the Surviving Company and the Absorbed Company.

The undersigned Beemer & Associates XLIV, L.L.C. and Laura, L.L.C. have caused this Plan of Merger of Laura, L.L.C. into Beemer & Associates XLIV, L.L.C., to be duly executed this 24 day of December, 2005.

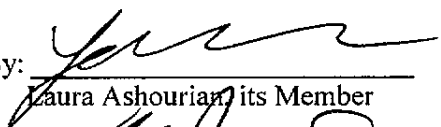
Beemer & Associates XLIV, L.L.C.,
a Florida limited liability company

By: 
Justin Ashourian, its Member

By: 
Mike Ashourian, its Manager

"Surviving Company"

Laura, L.L.C.,
a Florida limited liability company

By: 
Laura Ashourian, its Member

By: 
Mike Ashourian, its Manager

"Absorbed Company"

FILED
2005 DEC 19 AM 10:41
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA