

L15000201042

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

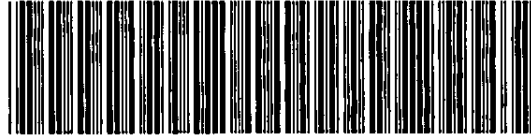
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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SECRETARY OF STATE
DIVISION OF CORPORATIONS

APR 20 2016
C LEWIS



FLORIDA DEPARTMENT OF STATE
Division of Corporations

April 19, 2016

DEBBIE DIETES / ULMER & BERNE LLP
1660 W. 2ND STREET SUITE 1100
CLEVELAND, OH 44113 US

SUBJECT: LEGACY CALLAWALK LAND HOLDINGS, LLC
Ref. Number: L15000201042

We have received your document for LEGACY CALLAWALK LAND HOLDINGS, LLC and your check(s) totaling \$100.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

As a condition of a merger, pursuant to s.605.0212(8), Florida Statutes, each party to the merger must be active and current in filing its annual reports with the Department of State through December 31 of the calendar year in which the articles of merger are submitted for filing.

You must file the annual report for the survivor also.

If you have any questions concerning the filing of your document, please call (850) 245-6050.

Carolyn Lewis
Regulatory Specialist II

Letter Number: 916A00008006

ulmer|berne|llp

ATTORNEYS

DEBBIE A. DIETES

paralegal

direct (216) 583-7440

direct fax (216) 583-7441

ddietes@ulmer.com

April 14, 2016

VIA FEDERAL EXPRESS

Florida Department of State
Amendment Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

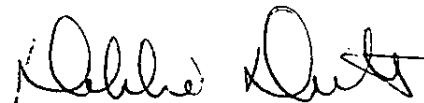
RE: Legacy Callawalk Land Holdings, LLC, Surviving Entity

Dear Sir/Madam:

Enclosed is an original and one copy of the Articles of Merger along with a cover letter and filing fee check in the amount of \$100.00. Please file the Articles and return a time-stamped copy to me in the prepaid self-addressed envelope provided.

If you have any questions, please do not hesitate to contact me. Thank you.

Very truly yours,



Debbie Dietes
Paralegal

Enc.

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COVER LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: Legacy Callawalk Land Holdings, LLC

Name of Surviving Party

The enclosed Certificate of Merger and fee(s) are submitted for filing.

Please return all correspondence concerning this matter to:

Debbie Dietes

Contact Person

Ulmer & Berne LLP

Firm/Company

1660 West 2nd Street, Suite 1100

Address

Cleveland, OH 44113

City, State and Zip Code

pnintcheff@goldbergcompanies.com

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Debbie Dietes

at (216) 583-7440

Name of Contact Person

Area Code

Daytime Telephone Number

Certified copy (optional) \$30.00

STREET ADDRESS:

Amendment Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

MAILING ADDRESS:

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

CR2E080 (2/14)

**Articles of Merger
For
Florida Limited Liability Company**

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DIVISION OF CORPORATIONS

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The following Articles of Merger is submitted to merge the following Florida Limited Liability Company(ies) in accordance with s. 605.1025, 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>
<u>LI3000115033</u> GCIW-Callawalk, LLC	<u>Florida</u>	<u>Limited Liability Company</u>
<u>LI-Callawalk, LLC - LI3000115337</u>	<u>Florida</u>	<u>Limited Liability Company</u>
<u>Clarkwood Callawalk, LLC LI3000115066</u>	<u>Florida</u>	<u>Limited Liability Company</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>
<u>Legacy Callawalk Land Holdings, LLC</u>	<u>Florida LI5000201042</u>	<u>Limited Liability Company</u>

THIRD: The merger was approved by each domestic merging entity that is a limited liability company in accordance with ss.605.1021-605.1026; by each other merging entity in accordance with the laws of its jurisdiction; and by each member of such limited liability company who as a result of the merger will have interest holder liability under s.605.1023(1)(b).

FOURTH: Please check one of the boxes that apply to surviving entity: (if applicable)

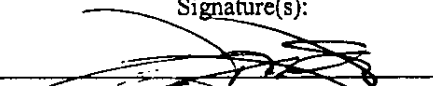



- This entity exists before the merger and is a domestic filing entity, the amendment, if any to its public organic record are attached.
- This entity is created by the merger and is a domestic filing entity, the public organic record is attached.
- This entity is created by the merger and is a domestic limited liability limited partnership or a domestic limited liability partnership, its statement of qualification is attached.
- This entity is a foreign entity that does not have a certificate of authority to transact business in this state. The mailing address to which the department may send any process served pursuant to s. 605.0117 and Chapter 48, Florida Statutes is:

FIFTH: This entity agrees to pay any members with appraisal rights the amount, to which members are entitled under ss.605.1006 and 605.1061-605.1072, F.S.

SIXTH: If other than the date of filing, the delayed effective date of the merger, which cannot be prior to nor more than 90 days after the date this document is filed by the Florida Department of State:

Note: If the date inserted in this block does not meet the applicable statutory filing requirements, this date will not be listed as the document's effective date on the Department of State's records.

SEVENTH: Signature(s) for Each Party:

Name of Entity/Organization:	Signature(s):	Typed or Printed Name of Individual:
GCIW-Callawalk, LLC		Larry Goldberg
LI-Callawalk, LLC		Larry Goldberg
Clarkwood Callawalk, LLC		Larry Goldberg
Legacy Callawalk Land Holdings, LLC		Larry Goldberg

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 SECRETARY OF STATE
 DIVISION 1, CORP. REG. 1100
 16 APR 19 PM 1:28

- Corporations: Chairman, Vice Chairman, President or Officer
(If no directors selected, signature of incorporator.)
- General partnerships: Signature of a general partner or authorized person
- Florida Limited Partnerships: Signatures of all general partners
- Non-Florida Limited Partnerships: Signature of a general partner
- Limited Liability Companies: Signature of an authorized person

Fees:	For each Limited Liability Company:	\$25.00	For each Corporation:	\$35.00
	For each Limited Partnership:	\$52.50	For each General Partnership:	\$25.00
	For each Other Business Entity:	\$25.00	Certified Copy (optional):	\$30.00