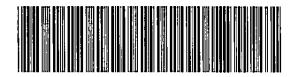


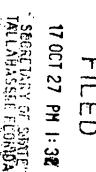
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Office of General Counsel Brian D. Hudson, Esq. (352) 753-6729

October 26, 2017

## VIA FEDEX OVERNIGHT DELIVERY TO:

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

RE: Sweet Potato Properties Transfer Company, LLC (Document No. L17000206333) merger into The Villages Land Company, LLC (Document No. L16000175538)

Dear Amendment Section,

Enclosed please find Articles of Merger of a Domestic Limited Liability Company into a Domestic Limited Liability Company ("Articles") regarding Sweet Potato Properties Transfer Company, LLC merging into The Villages Land Company, LLC (together with Exhibit "A" thereto). Also enclosed is our check in the amount of \$80.00 for the filing of the Articles and a certified copy of same.

Please return the certified copy of the Articles to my attention, utilizing the enclosed self-addressed pre-paid FedEx label and envelope. I may be reached at (352) 753-6729 or <a href="may.young@thevillages.com">amy.young@thevillages.com</a> should there be any questions or if additional information is required.

Best regards.

Amy L. Young

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Enclosure

FILED 17 OCT 27 PH 1: 32

# STATE OF FLORIDA ARTICLES OF MERGER OF ARELAHASSEE FLORIDA DOMESTIC LIMITED LIABILITY COMPANY INTO A DOMESTIC LIMITED LIABILITY COMPANY

The following Articles of Merger are being submitted in accordance with Section 605.1025, Florida Statutes.

First: The name of the entity being merged into the other is Bigham Hide Transfer Company, LLC, a Florida limited liability company, with its principal office located at 1020 Lake Sumter Landing, The Villages, Florida 32162.

Second: The name of the surviving entity is The Villages Land Company, LLC, a Florida limited liability company, with its principal office located at 1020 Lake Sumter Landing, The Villages, Florida 32162.

**Third**: The Plan of Merger is attached as *Exhibit "A"*, and meets the requirements of Sections 605.1021 – 605.1026, Florida Statutes.

Fourth: On October 26, 2017, the Plan of Merger was adopted and approved by all Members of The Villages Land Company, LLC and Bigham Hide Transfer Company, LLC, in accordance with Sections 605.1021 - 605.1026, Florida Statutes.

Fifth: The Villages Land Company, LLC agrees to pay to any members of either Bigham Hide Transfer Company, LLC or The Villages Land Company, LLC with appraisal rights the amount to which such members are entitled under the provisions of Sections 605.1006 and 605.1061 - 605.1072, Florida Statutes.

**Sixth**: The merger shall become effective as of the date these Articles of Merger are filed with the Florida Department of State.

IN WITNESS WHEREOF, the undersigned have executed these Articles of Merger as of the date first written above.

BIGHAM HIDE TRANSFER COMPANY, LLC,

a Florida limited liability company

Martin L. Dzuro, Manager

Page 1 of 2

## THE VILLAGES LAND COMPANY, LLC,

a Florida limited liability company

BY: TVL Company, LLC, a Florida limited

liability company, its Manager

Kelsea Morse Manly, Manager

### EXHIBIT "A"

# PLAN OF MERGER BIGHAM HIDE TRANSFER COMPANY, LLC, WITH AND INTO THE VILLAGES LAND COMPANY, LLC

This Plan of Merger is dated as of October <u>26</u>, 2017, and formed by and between Bigham Hide Transfer Company, LLC, a Florida limited liability company, and The Villages Land Company, LLC, a Florida limited liability company, in accordance with the provisions of Sections 605.1021 - 605.1026, Florida Statutes.

- 1. <u>Merging Entity</u>: The name of the merging entity is Bigham Hide Transfer Company, LLC, a Florida limited liability company.
- 2. <u>Surviving Entity</u>: The name of the surviving entity is The Villages Land Company, LLC, a Florida limited liability company.
- 3. <u>Terms and Conditions</u>: The terms and conditions of the merger are as follows: The Villages Land Company, LLC shall acquire one hundred percent (100%) of the membership interests of Bigham Hide Transfer Company, LLC.

IN WITNESS WHEREOF, the undersigned have executed this Plan of Merger as of the date first written above.

**MERGING ENTITY:** 

SURVIVING ENTITY:

BIGHAM HIDE TRANSFER COMPANY,

LLC, a Florida limited liability company

Bv:

Martin L. Dzuro, Manager

THE VILLAGES LAND COMPANY,

LLC, a Florida limited liability company

BY: TVL Company, LLC, a Florida limited

liability company, its Manager

Kelsea Morse Manly, Manager