

THE LAW OFFICES OF  
BRUDNY & RABIN, P.A.

N94000000862

February 11, 1999

Secretary of State  
Division of Corporations  
Post Office Box 6327  
Tallahassee, Florida 32314

FILED  
99 FEB 15 AM 8:04  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ATTENTION: Merger Section

RE: The Homes at Coventry Village Homeowners' Association, Inc.

Gentlemen:

Enclosed is the original of the Articles of Merger, which merge The Homes at Coventry Village II Homeowners' Association, Inc., into The Homes at Coventry Village Homeowners' Association, Inc., which Articles I would appreciate your filing. I have enclosed a copy of these Articles which I would also appreciate your stamping and returning to me. This firm's check in the appropriate amount is enclosed.

Thank you for your assistance in this matter, and if you have any questions, please do not hesitate to contact the undersigned.

Sincerely,



Bennett L. Rabin

BLR/gj  
Enclosure

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-02/15/99--01119--007  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

*Merger*

VS FEB 19 1999

Please reply to our:  Tampa Office  Clearwater Office

Tampa Office:  
One Urban Centre  
4830 West Kennedy Boulevard, Suite 985  
Tampa, Florida 33609-2574

813-282-3355  
Toll Free: 800-849-4619  
FAX: 813-282-3811

Clearwater Office:  
The Harbourside Building  
18167 US 19 North, Suite 195  
Clearwater, Florida 33764-6566

813-532-0888  
Toll Free: 800-759-9043  
FAX: 813-532-0880

ARTICLES OF MERGER  
Merger Sheet

MERGING: -----

THE HOMES AT COVENTRY VILLAGE II HOMEOWNERS' ASSOCIATION,  
INC., a Florida corporation, N95000000448

INTO

**THE HOMES AT COVENTRY VILLAGE HOMEOWNERS' ASSOCIATION, INC.**  
, a Florida corporation, N94000000862.

File date: February 15, 1999

Corporate Specialist: Velma Shepard

PREPARED BY AND RETURN TO:  
BENNETT L. RABIN, ESQUIRE  
Brudny & Rabin, P.A.  
The Harbourside Building, Suite 195  
18167 U.S. Highway 19 North  
Clearwater, Florida 33764-6566

FILED  
99 FEB 15 AM 8:05  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

### ARTICLES OF MERGER

These Articles of Merger relate to the merger of The Homes at Coventry Village II Homeowners' Association, Inc., into The Homes at Coventry Village Homeowners' Association, Inc.

Attached as Exhibit "A" and incorporated herein is a Plan of Merger which was adopted at a meeting of the membership of The Homes at Coventry Village II Homeowners' Association, Inc., and a meeting of the membership of The Homes at Coventry Village Homeowners' Association, Inc., both meetings having taken place on October 21, 1998. The number of votes cast for the merger at each of the two meetings was sufficient for approval, and the Plan of Merger was adopted by a sufficient vote of the membership.

Additionally, attached as Exhibit "B" are genuine copies of Resolutions that were adopted by the Board of Directors prior to the meeting of the membership, approving the Plan of Merger and calling for the annual meeting. Written notice was provided to the members with a copy of the proposed Plan of Merger, and the requirements of Chapter 617 of the Florida Statutes have otherwise been met.

The effective date of the merger is to be on the delivery of the Articles of Merger to the Department of State. Following the delivery and filing of the Articles of Merger, The Homes at Coventry Village Homeowners' Association, Inc., will be the surviving corporation, and pursuant to the applicable statutes and the Plan of Merger, the separate existence of The Homes at Coventry Village II Homeowners' Association, Inc., will cease at that time, and title to all real estate and other property owned by that corporation will become vested in the surviving corporation.

The corporations involved in this merger have executed these Articles of Merger on the date indicated below.

The undersigned representatives of these Associations hereby confirm that they have been authorized by the Board of Directors of the respective Associations to execute these Articles of Merger on behalf of the corporations pursuant to meetings of the Board of Directors.

THE HOMES AT COVENTRY VILLAGE  
HOMEOWNERS' ASSOCIATION, INC.

By: Michael S. Bezas

Michael S. Bezas - Pres.

Print Name and Title

Dated: 1-5-99

THE HOMES AT COVENTRY VILLAGE II  
HOMEOWNERS' ASSOCIATION, INC.

By: Michael S. Bezas

Michael S. Bezas - Pres.

Print Name and Title

Dated: 1-5-99

STATE OF FLORIDA  
COUNTY OF PINELLAS

The foregoing instrument was acknowledged before me this the 5<sup>th</sup> day of January, 1998, by Michael S. Beres, as President of THE HOMES AT COVENTRY VILLAGE HOMEOWNERS' ASSOCIATION, INC., a Florida not-for-profit corporation, on behalf of the corporation, who is personally known by me or who did produce \_\_\_\_\_ as identification.

  
\_\_\_\_\_  
NOTARY PUBLIC - State of Florida at Large

My Commission Expires:



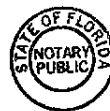
ROBERT M. NOREK  
My Comm Exp. 4/20/2001  
Bonded By Service Ins  
No. CC639981  
 Personally Known  Other I.D.

STATE OF FLORIDA  
COUNTY OF PINELLAS

The foregoing instrument was acknowledged before me this the 5<sup>th</sup> day of January, 1998, by Michael S. Beres, as President of THE HOMES AT COVENTRY VILLAGE II HOMEOWNERS' ASSOCIATION, INC., a Florida not-for-profit corporation, on behalf of the corporation, who is personally known by me or who did produce \_\_\_\_\_ as identification.

  
\_\_\_\_\_  
NOTARY PUBLIC - State of Florida at Large

My Commission Expires:



ROBERT M. NOREK  
My Comm Exp. 4/20/2001  
Bonded By Service Ins  
No. CC639981  
 Personally Known  Other I.D.

PREPARED BY AND RETURN TO:  
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Brudny & Rabin, P.A.  
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Clearwater, Florida 33764-6566

**PLAN OF MERGER BETWEEN  
THE HOMES AT COVENTRY VILLAGE HOMEOWNERS' ASSOCIATION, INC.  
AND  
THE HOMES AT COVENTRY VILLAGE II HOMEOWNERS' ASSOCIATION, INC.**

**WHEREAS**, The Homes at Coventry Village Homeowners' Association, Inc. (the "Phase I Association") is the not-for-profit corporation organized to operate and manage The Homes at Coventry Village in Pinellas County, Florida, according to that certain Declaration of Covenants, Restrictions and Assessments for The Homes at Coventry Village, as recorded in Official Records Book 8677, Page 1788, Public Records of Pinellas County; and

**WHEREAS**, The Homes at Coventry Village II Homeowners' Association, Inc. (the "Phase II Association") is the not-for profit corporation organized to operate and manage The Homes at Coventry Village Phases II-A and II-B, according to that certain Declaration of Covenants, Restrictions and Assessments for The Homes at Coventry Village II, as recorded in Official Records Book 9022, Page 1071, aforesaid records; and

**WHEREAS**, the Board of Directors of the Phase I Association and the Phase II Association have deemed it in the best interests of the Associations to consolidate the financial and administrative affairs of the Association in administering the referenced properties, including, but not limited to, operation from a single budget, operation from a single Board of Directors, and operation from a single set of rules and regulations applicable to and incorporated into the governing Declaration of Covenants, Restrictions and Assessments for each subdivision; and

**WHEREAS**, an amendment to the Declarations of Covenants, Restrictions and Assessments for each subdivision is needed in addition to an amendment to the governing Articles of Incorporation and By-Laws of the surviving corporation; and

**WHEREAS**, in the event that the Plan of Merger is approved, there will no longer be a need for the Phase II Association to exist as a separate corporation; and

**WHEREAS**, the Boards of Directors of the Phase I Association and the Phase II Association have adopted Resolutions approving this Plan of Merger, and directing that it be submitted to the members of both corporations at an annual meeting of the members to be held on October 21, 1998; and

**NOW, THEREFORE**, the terms and conditions of the Plan of Merger are as follows:

1. In the event that the members of the Phase I Association and the Phase II Association approve of the Plan of Merger and of the amendments authorizing the merger of the two (2) corporations, in the manner provided for in the referenced Declarations and in the Articles of Incorporation, in the By-Laws of such corporations, and applicable statutes, this merger shall become effective. At such time, The Homes at Coventry Village II Homeowners' Association, Inc., will be merged into The Homes at Coventry Village Homeowners' Association, Inc., which will be the surviving corporation.

2. The effective date of the merger will be on the delivery of the Articles of Merger to the Department of State.

3. In the event that this merger becomes effective, the surviving corporation will operate pursuant to the existing Articles of Incorporation and By-Laws for The Homes at Coventry Village Homeowners' Association, Inc., with such changes as are required to effect the merger.

4. In the event that this merger becomes effective, the surviving corporation shall be in control of the financial and administrative affairs of the surviving Association in administering the referenced properties, including, but not limited to, operation from a single budget, operation from a single Board of Directors, and operation from a single set of rules and regulations applicable to and incorporated into the governing Declaration of Covenants, Restrictions and Assessments for each subdivision.

5. In the event that this Plan of Merger is not approved by the membership of the Phase I Association and the Phase II Association, then this Plan of Merger and the amendments referenced and incorporated herein by attachment is to be abandoned and of no further force and effect.

The undersigned representatives of these Associations hereby submit this Plan of Merger to the membership as authorized by the Board of Directors of the respective Associations, on this the 26 day of October, 1998.

THE HOMES AT COVENTRY VILLAGE  
HOMEOWNERS' ASSOCIATION, INC.

By: Michael S. Bezar  
Michael S. Bezar  
Print Name and Title

THE HOMES AT COVENTRY VILLAGE II  
HOMEOWNERS' ASSOCIATION, INC.

By: Michael S. Bezar  
Michael S. Bezar  
Print Name and Title

PREPARED BY AND RETURN TO:  
BENNETT L. RABIN, ESQUIRE  
Brudny & Rabin, P.A.  
The Harbourside Building, Suite 195  
18167 U.S. Highway 19 North  
Clearwater, Florida 33764-6566

**RESOLUTION OF THE BOARD OF DIRECTORS OF  
THE HOMES AT COVENTRY VILLAGE II HOMEOWNERS' ASSOCIATION, INC.  
APPROVING PROPOSED PLAN OF MERGER**

**WHEREAS**, a proposed Plan of Merger has been prepared, providing for The Homes at Coventry Village II Homeowners' Association, Inc., to be merged into The Homes at Coventry Village Homeowners' Association, Inc., in order to consolidate operations, including, but not limited to, operation from a single budget, operation from a single Board of Directors, and operation from a single set of rules and regulations applicable to and incorporated into the governing Declaration of Covenants, Restrictions and Assessments for each subdivision; and

**WHEREAS**, the Board of Directors has determined that the Plan of Merger is in the best interests of the corporation, and should be voted on by the members;

**NOW, THEREFORE**, it is hereby resolved by the Board of Directors that the proposed Plan of Merger attached hereto is approved by the Board, and it is to be submitted to a vote at the annual meeting of the members to be held on October 21, 1998, with notice to the members to be provided as required by law and in accordance with the Articles and By-Laws of the corporation.

THE HOMES AT COVENTRY VILLAGE II  
HOMEOWNERS' ASSOCIATION, INC.

Approved by: Michael Steys

Approved by: Scott E. Green

Approved by: Helene Borozny

Approved by: [Signature]

PREPARED BY AND RETURN TO:  
BENNETT L. RABIN, ESQUIRE  
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**RESOLUTION OF THE BOARD OF DIRECTORS OF  
THE HOMES AT COVENTRY VILLAGE HOMEOWNERS' ASSOCIATION, INC.  
APPROVING PROPOSED PLAN OF MERGER**

**WHEREAS**, a proposed Plan of Merger has been prepared, providing for The Homes at Coventry Village II Homeowners' Association, Inc., to be merged into The Homes at Coventry Village Homeowners' Association, Inc., in order to consolidate operations, including, but not limited to, operation from a single budget, operation from a single Board of Directors, and operation from a single set of rules and regulations applicable to and incorporated into the governing Declaration of Covenants, Restrictions and Assessments for each subdivision; and

**WHEREAS**, the Board of Directors has determined that the Plan of Merger is in the best interests of the corporation, and should be voted on by the members;

**NOW, THEREFORE**, it is hereby resolved by the Board of Directors that the proposed Plan of Merger attached hereto is approved by the Board, and it is to be submitted to a vote at the annual meeting of the members to be held on October 21, 1998, with notice to the members to be provided as required by law and in accordance with the Articles and By-Laws of the corporation.

THE HOMES AT COVENTRY VILLAGE  
HOMEOWNERS' ASSOCIATION, INC.

Approved by: Michael S. Beyer

Approved by: Scott [Signature]

Approved by: Helene Borozny

Approved by: [Signature]