

N97000006487

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MERGER OR SHARE EXCHANGE

HAMPTON LAKES OF DAVENPORT HOMEOWNERS ASSOCIATION, I

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Merger

P.02  
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**ARTICLES OF MERGER  
(Not for Profit Corporations)**

The following articles of merger are being submitted in accordance with the Florida Not For Profit Corporation Act, pursuant to Section 617.1105, Florida Statutes:

**FIRST:** The name and jurisdiction of the surviving corporation is as follows:

<u>Name and Street Address</u>	<u>Jurisdiction</u>	<u>Document Number</u>
Hampton Estates Homeowners Association, Inc.	Florida	N97000006487

**SECOND:** The name and jurisdiction of each merging corporation are as follows:





<u>Name and Street Address</u>	<u>Jurisdiction</u>	<u>Document Number</u>
1. The Palms Neighborhood Association of the Palms at Hampton Lakes, Inc.	Florida	N97000006490
2. Hampton Estates Village 3 Neighborhood Association, Inc.	Florida	N00000005424
3. Hampton Estates Village 4 Neighborhood Association, Inc.	Florida	N00000005426

**THIRD:** The Plan of Merger is attached.

**FOURTH:** The merger shall become effective on the date the Articles of Merger are filed with the Florida Department of State.

**FIFTH: ADOPTION OF MERGER BY SURVIVING CORPORATION.** The plan of merger was adopted by the members of the surviving corporation on December 15, 2005. The number of votes cast for the merger and the Plan of Merger was sufficient for approval.

**SIXTH: ADOPTION OF MERGER BY MERGING CORPORATIONS.** The plan of merger was adopted by the merging corporation(s) on December 15, 2005. The number of votes cast for the merger and the Plan of Merger was sufficient for approval.

<u>Name of Entity</u>	<u>Signature(s)</u>	<u>Typed or Printed Name and Title of Individual</u>
<u>Hampton Estates Homeowner Association, Inc.</u>		Laurence M. Sheeler <u>President</u>
<u>The Palms Neighborhood Association of the Palms at Hampton Lakes, Inc.</u>		Laurence M. Sheeler <u>President</u>
<u>Hampton Estates Village 3 Neighborhood Association, Inc.</u>		Laurence M. Sheeler <u>President</u>
<u>Hampton Estates Village 4 Neighborhood Association, Inc.</u>		Laurence M. Sheeler <u>President</u>

PLAN OF MERGER

The following plan of merger is submitted in compliance with Section 617.1101, Florida Statutes, and in accordance with the laws of any other applicable jurisdiction of incorporation:

**FIRST:** The name and jurisdiction of the surviving corporation are as follows:

<u>Name</u>	<u>Jurisdiction</u>
Hampton Estates Homeowners Association, Inc.	Florida

**SECOND:** The name and jurisdiction of each merging corporation are as follows:

<u>Name</u>	<u>Jurisdiction</u>
The Palms Neighborhood Association of the Palms at Hampton Lakes, Inc.	Florida
Hampton Estates Village 3 Neighborhood Association, Inc.	Florida
Hampton Estates Village 4 Neighborhood Association, Inc.	Florida

**THIRD:** The terms and conditions of the merger are as follows:

The merging corporations shall be merged with and into the surviving corporation, and the separate existence of each merging corporation shall cease as of the effective date of this Plan of Merger. As of the effective date of this Plan of Merger, the surviving corporation shall possess all of the right, privileges, powers and franchises of each merging corporation, of a public as well as private nature, and all property, real, personal or otherwise, of each merging corporation, and all debts due on whatever account to it, including all choses of action and all and every other interest of or belonging to it, shall be taken by and deemed to be transferred to and vested in the surviving corporation without further act or deed; and except as provided herein, the identity, existence, purposes, powers, franchises, rights, immunities and liabilities of the surviving corporation shall continue unaffected and unimpaired by the merger.

**FOURTH:** Changes in the articles of incorporation of the surviving corporation.

The name of the surviving corporation shall be changed to "HAMPTON LAKES OF DAVENPORT HOMEOWNERS ASSOCIATION, INC." after the merger. Other than the name change, the Articles of Incorporation of the surviving corporation, as in effect immediately prior to the merger hereunder, shall, after the merger, continue to be the Articles of Incorporation of the surviving corporation until duly amended in accordance with law, and no change to such Articles of Incorporation shall be affected by the merger hereunder. The persons who are the

directors and officers of the surviving corporation immediately prior to the merger hereunder shall, after the merger, continue to serve as the directors and officers of the surviving corporation without change, subject to the provisions of the Articles of Incorporation and Bylaws of the surviving corporation and the laws of the State of Florida.

**FIFTH**: Other provisions relating to the merger are as follows: Not Applicable