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**MERGER OR SHARE EXCHANGE  
THE EDGE CONDOMINIUM NO. ONE ASSOCIATION, INC.**

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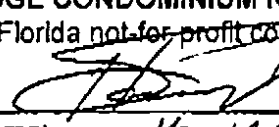
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# ARTICLES OF MERGER

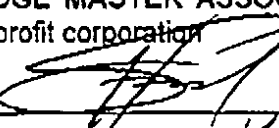
(Pursuant to Section 617.1105, Fla. Stat.)

1. The undersigned corporation, **THE EDGE CONDOMINIUM NO. ONE ASSOCIATION, INC.**, a Florida not-for-profit corporation duly organized, valid and in good standing under the laws of the State of Florida, together with **THE EDGE MASTER ASSOCIATION, INC.**, a Florida not-for-profit corporation duly organized, valid and in good standing under the laws of the State of Florida (collectively referred to as the "**Constituent Corporations**") have adopted a Plan of Merger.
2. The Surviving Corporation under the Plan of Merger is **THE EDGE CONDOMINIUM NO. ONE ASSOCIATION, INC.**, a Florida not-for-profit corporation, which has, pursuant to an Amendment to the Articles of Incorporation of the Surviving Corporation appended as Exhibit "B" thereto ("Amendment"), changed its name to **THE EDGE CONDOMINIUM ASSOCIATION, INC.**
3. Pursuant to Section 617.1101, Fla. Stat., attached hereto and made a part hereof is the Plan of Merger with the Amendment appended as Exhibit "B" thereto.
4. The Plan of Merger and Amendment were adopted by the Boards of Directors of **THE EDGE CONDOMINIUM ASSOCIATION NO. ONE, INC.** at a meeting held on October 28, 2021, pursuant to Section 617.1103, and Chapter 720., Fla. Stat., and were adopted by the Members of **THE EDGE CONDOMINIUM ASSOCIATION NO. ONE, INC.**, at a meeting held on October 28, 2021, by a sufficient number of votes cast for approval pursuant to the governing documents of said corporation.
5. The Plan of Merger was adopted by the Board of Directors of **THE EDGE MASTER ASSOCIATION, INC.**, at a meeting held on October 28, 2021, pursuant to Section 617.1103, Fla. Stat., and was adopted by the Members of **THE EDGE MASTER ASSOCIATION, INC.** at a meeting held on October 28, 2021, by a sufficient number of votes cast for approval pursuant to the governing documents of said corporation.
6. The Effective Date of the merger of the Constituent Corporations shall be October 28, 2021.

**THE EDGE CONDOMINIUM NO. ONE ASSOCIATION, INC.**, a Florida not-for-profit corporation

By:   
 Print Name: HOWARD GAULT  
 Title: PRESIDENT

**THE EDGE MASTER ASSOCIATION, INC.**, a Florida not-for-profit corporation

By:   
 Print Name: HOWARD GAULT  
 Title: PRESIDENT

**EXHIBIT "A"****PLAN OF MERGER**

**THIS PLAN OF MERGER** dated October 28, 2021 ("Plan of Merger"), is made between **THE EDGE CONDOMINIUM NO. ONE ASSOCIATION, INC.**, a Florida not-for-profit corporation ("Condominium Association") and **THE EDGE MASTER ASSOCIATION, INC.**, a Florida not-for-profit corporation ("Master Association"), such corporations being hereinafter referred to together as the "**Constituent Corporations**".

**WHEREAS**, Condominium Association is a corporation duly organized, validly existing and in good standing under the laws of the State of Florida, having been incorporated on March 9, 2007, as a not-for-profit corporation pursuant to Chapter 617, Fla. Stat., the members of which are entitled to vote on this Plan of Merger; and

**WHEREAS**, Master Association is a corporation duly organized, validly existing and in good standing under the laws of the State of Florida, having been incorporated on March 9, 2000 as a not-for-profit corporation pursuant to Chapter 617, Florida Statutes, the members of which are entitled to vote on this Plan of Merger; and

**WHEREAS**, the Board of Directors of Condominium Association and the Board of Directors of Master Association deem it advisable and in the best interests of said corporations that Master Association be merged with and into Condominium Association as authorized by Section 617.1101 (1), Fla. Stat. pursuant to the terms hereinafter set forth; and

**WHEREAS**, on October 28 2021, the Board of Directors of Condominium Association has unanimously adopted a resolution approving this Plan of Merger; and

**WHEREAS**, on October 28 2021, greater than the Board of Directors of Master Association has unanimously adopted a resolution approving this Plan of Merger;

**NOW THEREFORE**, in consideration of the premises and the mutual covenants and agreements herein contained, and for the purpose of setting forth the terms and conditions of this Plan of Merger and the mode of carrying this merger into effect, and such other details and provisions as are deemed necessary or desirable, the parties hereto have agreed, subject to the requisite approvals of the Members of each of the corporations and other conditions as hereinafter set forth, as follows:

1. The above recitations are true and correct and are incorporated herein as if fully set forth below.

2. The Effective Date of the merger of the Constituent Corporations shall be the later of: (i) October 28, 2021; and (ii) the date of adjournment of the meeting scheduled for said date ("**Effective Date**"), as provided in the Articles of Merger to which this Plan of Merger is attached as Exhibit "A" (the "**Articles of Merger**").

3. On the Effective Date:

(a) Master Association shall be merged with and into Condominium Association. Association shall be and is hereby designated as the "Surviving Corporation", however, the Surviving Corporation shall assume the name of **THE EDGE CONDOMINIUM ASSOCIATION, INC.** For avoidance of doubt, it is recognized that Surviving Corporation shall be subject to both Chapter 617 and Chapter 718, Florida Statutes, among others.

(b) The Registered Agent of the Surviving Corporation shall be Charles W. Edgar, III, Esq., Cherry, Edgar & Smith, P.A., 8409 North Military Trail, Suite 123, Palm Beach Gardens, FL 33410.

(c) The Surviving Corporation shall continue to be a Florida not-for-profit corporation pursuant to Section 617.01401 (5) (16), Fla. Stat.

(d) The Surviving Corporation shall continue to be operated as an "Association" as defined in to Section 718.103(2), Fla. Stat.

(e) The legal existence of the entity formerly known as **THE EDGE MASTER ASSOCIATION, INC.** shall be extinguished.

(f) The Articles of Incorporation of the Condominium Association shall continue to be the Articles of Incorporation of Surviving Association, as amended by that certain Amendment to the Articles of Incorporation attached hereto as **Exhibit "B"** and made a part hereof ("**Amendment of Articles**").

(g) The Declaration of Covenants, Restrictions and Easements for the Edge Project recorded in Official Records Book 21910, Page 405 of the Public Records of Palm Beach County, Florida, as same may have been amended or supplemented from time to time shall be amended as provided for in **Exhibit "C"** (the "**Amendment to Declaration**").

(h) The Surviving Corporation shall, post-merger, (i) possess all of the rights, privileges, powers and franchises, (ii) be subject to all the restrictions, disabilities and duties, (iii) own and control all property, real, personal and mixed as "Association Property" as defined in Section 718.103(3), Fla. Stat.), (iv) be responsible for any and all debts due on whatever account, and (v) retain rights in any and all claims or actions, arising from, related to, assumed, assigned, owned or controlled by each Constituent Corporation as provided in Section 617.1106, Fla. Stat.

(i) All corporate acts, plans, policies, contracts, approvals and authorizations of Master Association operated or approved by its Members, Board of Directors and authorized committees elected or appointed by said Board of Directors, officers and agents, that are valid and effective prior to the Effective Date, shall be taken for all purposes as the acts, plans, policies, contracts, approvals and authorizations of the Surviving Corporation and shall be

as effective and binding thereon as the same were with respect to Master Association.

(j) The assets, liabilities, reserves and accounts of each Constituent Corporation shall be recorded on the books of the Surviving Corporation in conformity with the pre-merger rights and obligations of the members of the Constituent Corporations. By way of example:

- (i) Reserve funds, if any, of the Master Association in existence on the Effective Date of the merger, if any, may be used for the ownership and operation of the real property previously owned by Master Association, but may only be used for the purposes for which they were originally created in accordance with the Declaration of Condominium of the Surviving Corporation recorded in Official Records Book 21910, Page 472, of the Public Records of Palm Beach County, Florida, as same may have been amended from time to time) and the Florida Condominium Act, Chapter 718, Fla. Stat.

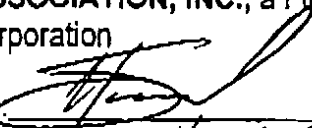
4. This Plan of Merger and the legal relations between the parties hereto shall be governed by and construed in accordance with the laws of the State of Florida. Venue for all proceedings hereunder shall be Palm Beach County, Florida.

5. This Plan of Merger cannot be altered or amended except pursuant to an instrument in writing signed on behalf of both Constituent Corporations, and approved by the members of the Constituent Corporations.

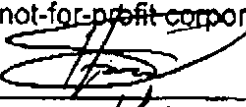
6. In order to facilitate the filing and recording of the documents described in this Plan of Merger, any number of counterparts hereof may be executed, and facsimile and electronic pdf transmissions shall be deemed to be an original.

IN WITNESS WHEREOF, the parties hereto have set their hands and seals on the date and year first above written.

THE EDGE CONDOMINIUM NO. ONE  
ASSOCIATION, INC., a Florida not-for-profit  
corporation

By:   
Print Name: Howard G. Smith  
Title: President

THE EDGE MASTER ASSOCIATION, INC., a  
Florida not-for-profit corporation

By:   
Print Name: Howard G. Smith  
Title: President

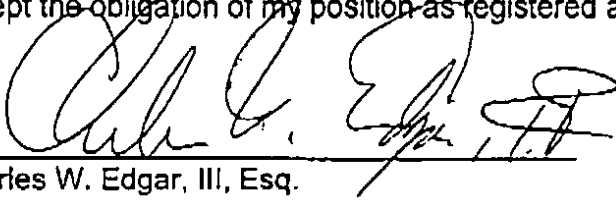
**EXHIBIT "B"**

**AMENDMENT TO THE ARTICLES OF INCORPORATION  
OF  
THE EDGE CONDOMINIUM NO. ONE ASSOCIATION, INC.  
n/k/a THE EDGE CONDOMINIUM ASSOCIATION, INC.**

1. The name of this corporation shall be changed to be **THE EDGE CONDOMINIUM ASSOCIATION, INC.**

**ACCEPTANCE OF REGISTERED AGENT**

Having been named as registered agent and to accept service of process for the above-stated corporation, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligation of my position as registered agent.



Charles W. Edgar, III, Esq.

Date: November 22, 2021

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