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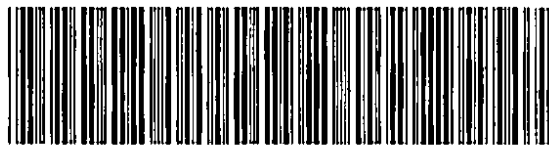
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(Business Entity Name)

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WALTER M. TOVKACH

ATTORNEY AT LAW

CERTIFIED TAX ATTORNEY  
FLORIDA BAR BOARD OF  
CERTIFICATION

ALSO ADMITTED IN  
OHIO & NORTH CAROLINA

Post Office Box 358731

Gainesville, Florida 32635

TELEPHONE  
(352) 371-4656

December 18, 2018

Secretary of State  
Corporate Division - Merger  
State Capitol Building  
Tallahassee, FL 32301

**RE: Articles of Merger**

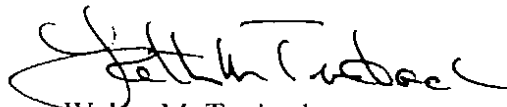
Dear Sir or Madam:

Enclosed is our firm check in the amount of \$78.75 which represents the filing fees of \$35.00 for each of the two (2) Constituent Corporations totaling \$70.00 and \$8.75 for a certified copy of the Articles of Merger.

*599986*  
FAMILY DINER, INC., a Florida corporation and TURKEY CREEK, INC., a Florida Corporation, have adopted these Articles of Merger, wherein FAMILY DINER, INC. will be merged into TURKEY CREEK, INC. FAMILY DINER, INC. will terminate its existence as a Florida corporation. Therefore, the Surviving Corporation will be TURKEY CREEK, INC.

*454797*  
If you have any questions, need additional information or if there is a problem with any of the enclosed, please call me immediately so that it can be taken care of, rather than sending it all back to me.

Sincerely,



Walter M. Tovkach

WMT:kat

Enclosures

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OFFICE OF THE SECRETARY OF STATE

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Articles of Merger.docx

**ARTICLES OF MERGER**  
**and PLAN OF MERGER**

This Agreement is made this 17<sup>th</sup> day of December, 2018, by and between FAMILY DINER, INC., a Florida corporation, and TURKEY CREEK, INC., a Florida corporation, said corporations being sometimes hereinafter collectively referred to as "Constituent Corporations".

WHEREAS, the respective Board of Directors of the Constituent Corporations deem it advisable that FAMILY DINER, INC., a Florida corporation, ("the disappearing corporation") be merged into TURKEY CREEK, INC., a Florida corporation, ("the surviving corporation") under the laws of the State of Florida in the manner provided therefore pursuant to the provisions of Section 607.1101 of the Florida General Corporation Act.

NOW THEREFORE, in consideration of the premises and of the mutual agreement herein contained the Constituent Corporations have agreed, and do hereby agree, to merge upon the terms and conditions below stated.

**AGREEMENT TO MERGE**

1. The Constituent Corporations hereby agree that the disappearing corporation shall be merged into the surviving corporation.

**NAME OF THE SURVIVING CORPORATION**

2. The name of the surviving corporation shall be TURKEY CREEK, INC.

**PLACE OF OFFICE OF SURVIVING CORPORATION**

3. The place in Florida where the principal office of the surviving corporation is to be located is 11820 Turkey Creek Boulevard, Alachua, Florida, 32615-6513, Alachua County.

**PURPOSE OF SURVIVING CORPORATION**

4. The purpose of the surviving corporation is to engage in any lawful act or activity for which a corporation may be formed under the provisions of Section 607.1101 of the Florida General Corporation Act.

**AUTHORIZED SHARES OF SURVIVING CORPORATION**

5. The present number of shares of FAMILY DINER, INC., a Florida corporation, the disappearing corporation, is authorized to issue is One Thousand (1,000) shares of one (\$1.00) dollar par common stock of which One Thousand (1,000) shares are now issued and outstanding. The present number of shares which TURKEY CREEK, INC., a Florida corporation, the surviving corporation, is authorized to issue is Two Thousand (2,000) shares of Twenty-five (\$25.00) Dollar par common stock, of which One Thousand Four Hundred Sixty-five (1,465) shares are now issued and outstanding.

## FIRST OFFICERS AND DIRECTORS

6. The first directors of the surviving corporation shall be N. FOREST HOPE, PATRICIA W. HOPE and JAYNE F. HOPE, and shall serve until the next annual election of directors unless removed sooner at a duly called meeting of shareholders. The first officer of the surviving corporation shall be N. FOREST HOPE, as President, and as Secretary.

## NAME AND RESIDENT AGENT OF CORPORATION

7. N. FOREST HOPE, 11820 Turkey Creek Boulevard, Alachua, Florida, 32615. Alachua County, in which the principal office of the surviving corporation is located, shall be, and hereby is appointed as the person on whom process, tax notices and demands against TURKEY CREEK, INC., or any of said Constituent Corporations, may be served.

## MODE OF EFFECTING MERGE

8. The mode of carrying said merger into effect, and the manner and basis of converting the shares of the disappearing corporations into shares of the surviving corporation, shall be as follows:

The shareholders of the disappearing corporations shall surrender their certificate or certificates to the surviving corporation on December 31, 2018 (being the effective date of this Agreement). Upon surrender to the surviving corporation of the respective certificates for the outstanding shares of the disappearing corporation, there shall be issued to the respective holder hereof, a one-half (1/2) share of the surviving corporation in substitution.

## REPORTING OF ASSETS AT BOOK VALUE IN ACCOUNTS OF SURVIVING CORPORATION; POOLING OF INTEREST

9. The assets of the disappearing corporations shall be reported in the accounts of the surviving corporation at their book value as of the effective date. The aggregate stated capital, capital surplus, and earned surplus of the Constituent Corporations shall be, respectively, the stated capital, capital surplus, and earned surplus of the surviving corporation.

## ARTICLES OF INCORPORATION

10. The Articles of Incorporation of TURKEY CREEK, INC., shall continue to be the Articles of the surviving corporation. until, amended as provided by law.

## BY-LAWS

11. The By-Laws of TURKEY CREEK, INC., shall be the By-Laws of the surviving corporation.

RIGHT OF CORPORATION TO REPURCHASE ITS SHARES

12. The surviving corporation, through its Board of Directors, shall have the right and power to repurchase any of its outstanding shares at such price and upon such terms as may be agreed upon between the surviving corporation and the shareholders and the shareholders desiring to sell such shares to the corporation.

EFFECTIVE DATE OF MERGER

13. This merger shall become effective as of December 31, 2018. The term "effective date," wherever used in this Plan of Merger, shall mean the effective date herein described.

DIRECTORS' RIGHT TO ABANDON MERGER

14. The Board of Directors of each of the Constituent Corporations shall have the power in its discretion to abandon the merger provided for herein prior to the filing of these Articles of Merger.

EXECUTION

IN WITNESS WHEREOF, the Constituent Corporations have caused their respective corporate names to be signed hereto, by their respective presidents and secretaries, thereunto duly authorized by the respective Board of Directors and shareholders of the constituent corporations.

ATTESTED:

FAMILY DINER, INC.

By: Patricia W. Hope  
PATRICIA W. HOPE  
Secretary

By: N. Forest Hope  
N. FOREST HOPE  
President

ATTESTED:

TURKEY CREEK, INC.

By: N. Forest Hope  
N. FOREST HOPE  
Secretary

By: N. Forest Hope  
N. FOREST HOPE  
President

CERTIFICATE

I, N. FOREST HOPE, as President and Secretary of TURKEY CREEK, INC., do hereby certify:

1. That pursuant to the provisions of Chapter 607.1101 the Florida General Corporation Act, all of the Directors of TURKEY CREEK, INC., consented in writing on December 17, 2018, to the adoption of the foregoing Articles of Merger.

2. That pursuant to the provisions of Chapter 607.1101 the Florida General Corporation Act, all of the stockholders of TURKEY CREEK, INC., consented in writing on December 17, 2018, to the adoption of the foregoing Articles of Merger and authorized the President and Secretary of TURKEY CREEK, INC. to execute said Articles on its behalf.

IN WITNESS WHEREOF, we have hereunto set our hands this 17 day of December, 2018.

TURKEY CREEK, INC.

By: N. Forest Hope  
N. FOREST HOPE,  
President

ATTEST:

(SEAL)

By: N. Forest Hope  
N. FOREST HOPE,  
Secretary

CERTIFICATE

I, N. FOREST HOPE, as President of FAMILY DINER, INC. do hereby certify:

1. That pursuant to the provisions of Section 607.1101 of the Florida General Corporation Act, all of the Directors of FAMILY DINER, INC. consented in writing on December 17, 2018, to the adoption of the foregoing Articles of Merger.

2. That pursuant to the provisions of Section 607.1101 of the Florida General Corporation Act, all of the stockholders of FAMILY DINER, INC. consented in writing on December 17, 2018, to the adoption of the foregoing Articles of Merger and authorized the President and Secretary of FAMILY DINER, INC. to execute said Articles on its behalf.

IN WITNESS WHEREOF, I have hereunto set my hand this 17 day of December, 2018.

FAMILY DINER, INC.

By: N. Forest Hope  
N. FOREST HOPE,  
President

ATTESTED:

By: Patricia W. Hope  
PATRICIA W. HOPE  
Secretary

(SEAL)

APPROVAL BY DIRECTORS

This agreement of merger of the undersigned corporations was adopted pursuant to Section 607.1101 of the Florida General Corporation Act.

EFFECTIVE DATE

The merger of the undersigned corporations will become effective December 31, 2018.



ADOPTION OF PLAN OF MERGER

The shareholders of TURKEY CREEK, INC., adopted the plan of merger on December 17, 2018. The shareholders of FAMILY DINER, INC., adopted the plan of merger on December 17, 2018.

Dated: December 17, 2018

ATTESTED:

TURKEY CREEK, INC.

By: N. Forest Hope  
N. FOREST HOPE,  
Secretary

By: N. Forest Hope  
N. FOREST HOPE,  
President

ATTESTED:

FAMILY DINER, INC.

By: Patricia W. Hope  
PATRICIA W. HOPE,  
Secretary

By: N. Forest Hope  
N. FOREST HOPE,  
President

ACKNOWLEDGMENTS

STATE OF FLORIDA  
COUNTY OF ALACHUA

I HEREBY CERTIFY that on December 17, 2018, before me an officer fully authorized to take oaths under the laws of the State of Florida, personally appeared N. FOREST HOPE, as President and as Secretary of TURKEY CREEK, INC., a Florida corporation, and acknowledged before me that he executed these Articles of Merger.

WITNESS my hand and official seal in the County and State last aforesaid this 17 day of December, 2018.

(SEAL)



Loretta Lynn Hope  
Notary of Public

Print Name: Loretta Lynn Hope

My Commission Expires: May 19, 2020

My Commission Number: FF990151

Personally Known X Produced Identification \_\_\_\_\_

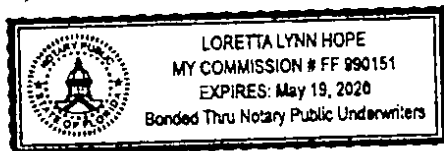
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STATE OF FLORIDA  
COUNTY OF ALACHUA

I HEREBY CERTIFY that on December 17, 2018 before me an officer fully authorized to take oaths under the laws of the State of Florida, personally appeared N. FOREST HOPE, as President of FAMILY DINER, INC., a Florida corporation, and acknowledged before me that he executed these Articles of Merger.

WITNESS my hand and official seal in the County and State last aforesaid this 17 day of December, 2018.

(SEAL)



Loretta Lynn Hope  
Notary of Public

Print Name: Loretta Lynn Hope

My Commission Expires: May 19, 2020

My Commission Number: FF990151

Personally Known X Produced Identification \_\_\_\_\_

Type of Identification \_\_\_\_\_