

524375

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

CF - 21.25

☐ PICK-UP

☐ WAIT

☐ MAIL

(Business Entity Name)

(Document Number)

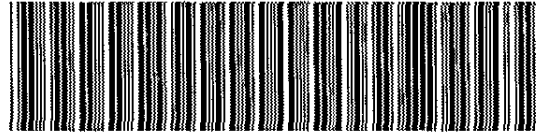
Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

BR

CORAPMER

Office Use Only



700085556027

02/06/07--01014--010 **21.25

02/02/07--01001--009 **68.75

FILED

07 JAN 29 AM 8:15

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED

DEPARTMENT OF STATE
DIVISION OF CORPORATIONS

2007 JAN 29 PM 4:05

NO FILING FEE
TO ACKNOWLEDGE
SUFFICIENCY OF FILING

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

Gmy Enterprises, Inc.

Signature _____

Requested by: _____

Name _____

Date _____

Time _____

Walk-In _____

Will Pick Up _____

____ Art of Inc. File _____

____ LTD Partnership File _____

____ Foreign Corp. File _____

____ L.C. File _____

____ Fictitious Name File _____

____ Trade/Service Mark _____

☒ Merger File _____

____ Art. of Amend. File _____

____ RA Resignation _____

____ Dissolution / Withdrawal _____

____ Annual Report / Reinstatement _____

☒ Cert. Copy _____

____ Photo Copy _____

____ Certificate of Good Standing _____

____ Certificate of Status _____

____ Certificate of Fictitious Name _____

____ Corp Record Search _____

____ Officer Search _____

____ Fictitious Search _____

____ Fictitious Owner Search _____

____ Vehicle Search _____

____ Driving Record _____

____ UCC 1 or 3 File _____

____ UCC 11 Search _____

____ UCC 11 Retrieval _____

____ Courier _____

CERTIFICATE OF MERGER

The following Certificate of Merger is submitted to merge the following limited liability company in accordance with s. 608.4382, Florida Statutes.

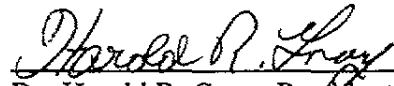
1. Merging Party. The Merging Party is THE HAMMOCK AT PALM HARBOR, LLC, a Florida limited liability company. L04000069075

2. Surviving Party. The Surviving Party is GRAY ENTERPRISES, INC., a Florida corporation.

3. Approval of Plan of Merger. The attached plan of merger was approved by the domestic corporation and the domestic limited liability company, that are the only parties to the merger, in accordance with the applicable provisions of Chapters 607 and 608, Florida Statutes.

4. Effective Date. The effective date of merger will be the date of filing of this Certificate of Merger.

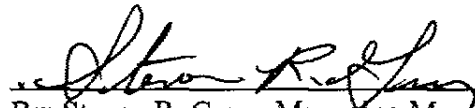
GRAY ENTERPRISES, INC.


By: Harold R. Gray, President

1/24/07
Date

FILED
07 JAN 29 AM 8:15
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

THE HAMMOCK AT PALM HARBOR, LLC


By: Steven R. Gray, Managing Member

1/24/07
Date

PLAN OF MERGER

THIS PLAN OF MERGER is made by and between GRAY ENTERPRISES, INC., a Florida Corporation (Surviving Party"), and THE HAMMOCK AT PALM HARBOR, LLC, Florida Limited Liability Company (Merging Party").

1. **Merging Party.** The exact name, form/entity type and jurisdiction of the Merging Party is as follows:

The Hammock at Palm Harbor, LLC, a Florida limited liability company.

2. **Surviving Party.** The exact name, form/type of entity and jurisdiction of the Surviving Party is as follows:

Gray Enterprises, Inc., a Florida corporation.

3. **Merger.** The terms and conditions of the Merger are as follows:

(a) Since all of the Member Interest in the Merging Party is held by the Surviving Party, no additional Member Interests need to be issued by the Surviving Party.

(b) Any certificates representing the Member Interest in the Merging Party shall be surrendered and canceled on the Effective Date.

(c) The then outstanding Member Interests in the Surviving Party shall be unaffected by the merger and shall continue to constitute all of the outstanding Member Interest in the Surviving Corporation.

3. **Approval.** Pursuant to the provisions of Section 607.1104, Florida Statutes, this merger does not require the approval of the shareholders of the Surviving Party or the Member of the Merging Party. The conditions of the applicable statutes of the State of Florida which have been complied with are:

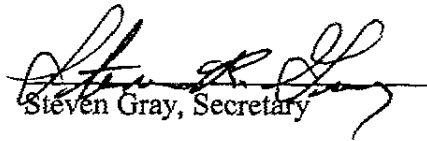
(a) All of the outstanding Member Interest in the Merging Party are currently owned, and on the Effective Date of this merger will be owned, by the Surviving Party;

(b) This Agreement does not conflict with, or make any changes in the Articles of Incorporation or the Bylaws of the Surviving Corporation; and

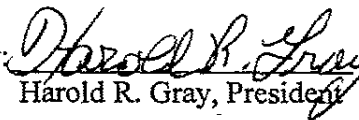
(c) Since all of the Member Interest in the Merging Party are owned by the Surviving Party, notice of the merger need not be given to the Members of the Merging Party.

4. **Effective Date.** This Plan of Merger shall become effective on the date of filing of a Certificate of Merger with the Department of State of the State of Florida, whichever shall last occur.


Attest:


Steven Gray, Secretary

GRAY ENTERPRISES, INC.

By: 
Harold R. Gray, President

THE HAMMOCK AT PALM HARBOR, LLC

By: 
Steven Gray, Managing Member