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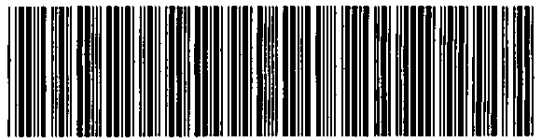
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APPROVED
AND
FILED
10 MAR 11 PM 12:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Merger
3/12/10
TK

Condo & HOA Law Group, LLC
Attorneys-at-Law

2030 McGregor Boulevard
Fort Myers, FL 33901
239-333-2992 Telephone
239-333-2999 Facsimile

March 9, 2010

Department of State
Division of Corporations
Corporate Filings
Post Office Box 6327
Tallahassee, FL 32314

**Re: *Articles of Merger of Gulf Ridge East Property Owners Association, Inc. into/with
Gulf Ridge Property Owners Association, Inc.***

To Whom It Concerns:

Enclosed are an original and one copy of the Articles of Merger of Gulf Ridge East Property Owners Association, Inc. into/with Gulf Ridge Property Owners Association, Inc., along with our firm's check in the amount of \$78.75 to cover the filing fee and to obtain a certified copy. Please return the certified copy to our office in the envelope provided.

If you have any questions or need additional information, please do not hesitate to contact me.

Very truly,

CONDO & HOA LAW GROUP, LLC

Richard D. DeBoest, II

Richard D. DeBoest, II, Esq.

For the Firm

Signed electronically to avoid delay.

RDDII:kg

Enclosures

ARTICLES OF MERGER

of

GULF RIDGE EAST PROPERTY OWNERS ASSOCIATION, INC.,
Florida Not-For-Profit Corporations,

into/with

GULF RIDGE PROPERTY OWNERS ASSOCIATION, INC.,
a Florida not-For-Profit Corporation.

APPROVED
AND
FILED
10 MAR 11 PM 12:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF MERGER between GULF RIDGE EAST PROPERTY OWNERS ASSOCIATION, INC., ("Merging Corporation") and GULF RIDGE PROPERTY OWNERS ASSOCIATION, INC., ("Surviving Corporation").

Pursuant to s. 617.1105 of the Florida Not-for-Profit Corporation Act (the "Act") GULF RIDGE EAST PROPERTY OWNERS ASSOCIATION, INC., and GULF RIDGE PROPERTY OWNERS ASSOCIATION, INC, adopt the following Articles of Merger.

1. The Plan of Merger dated December 2, 2009 ("Plan of Merger") which Plan of Merger was approved and adopted by sufficient votes of the respective membership of the Merging Corporations and the Surviving Corporation, as follows:

Gulf Ridge Property Owners Association, Inc. (Surviving Corporation)

Date of Meeting at Which Plan of
Merger was Approved: January 6, 2010 at meeting which was first convened on December 15, 2009 and then properly continued and reconvened on January 6, 2010.

Number of Votes In Favor of Plan of Merger: 39

Number of Votes In Opposition to Plan of Merger: 2

Gulf Ridge East Property Owners Association, Inc. (Merging Corporation)

Date of Meeting at Which Plan of
Merger was Approved: December 15, 2009

Number of Votes In Favor of Plan of Merger: 10

Number of Votes In Opposition to Plan of Merger: 0

2. The Plan of Merger is attached as Exhibit A and incorporated by reference as if fully set forth herein, including the amendments to the Articles of Incorporation of the Surviving Corporation.

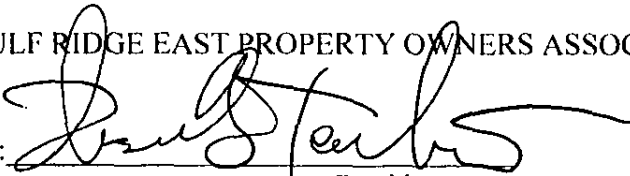
3. Pursuant to s. 617.1105(4) of the Act, the date and time of the effectiveness of the Merger shall be on the filing of these Articles of Merger with the Secretary of State of Florida.

IN WITNESS WHEREOF, the parties have set their hands this 6 day of January, 2010.

GULF RIDGE EAST PROPERTY OWNERS ASSOCIATION, INC.

(SEAL)

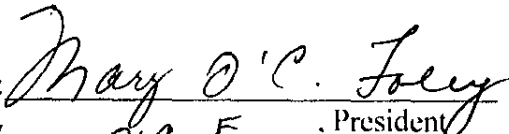
By:


Paul Stenbo, President

GULF RIDGE PROPERTY OWNERS ASSOCIATION, INC.

(SEAL)

By:


MARY O'C. Foley, President

PLAN OF MERGER
FOR
GULF RIDGE EAST PROPERTY OWNERS ASSOCIATION, INC.
AND
GULF RIDGE PROPERTY OWNERS ASSOCIATION, INC.

December 2, 2009

Merger between Gulf Ridge East Property Owners Association, Inc., known as the "Merging Corp." and Gulf Ridge Property Owners Association, Inc., which shall be known as the "Surviving Corp." (collectively the "Constituent Corporations"). This Merger is being effected pursuant to this Plan of Merger ("Plan") in accordance with Section 617.1101 et seq. of the Florida Not-for-Profit Corporation Act (the "Act").

1. Articles of Incorporation. The Articles of Incorporation of Surviving Corp., as in effect immediately before the Effective Date, with the following changes, shall be the Articles of Incorporation of the Surviving Corp. until further amended as provided by law. The changes to Surviving Corp.'s Articles of Incorporation, which shall take effect on the Effective Date are as follows:

SEE EXHIBIT "A" ATTACHED

2. Effect of Merger. On the Effective Date, the separate existence of Merging Corp. shall cease, and shall be fully vested in Surviving Corp.'s rights, privileges, immunities, powers, and franchises, subject to its restrictions, liabilities, disabilities, and duties, all as more particularly set forth in Section 617.1106 of the Act.

The foregoing notwithstanding, after the merger all of the financial obligations, including but not limited to accounts receivable, accounts payable and other liabilities and benefits (hereinafter "pre-existing obligations") of the former Gulf Ridge East Property Owners Association, Inc., shall remain the sole and exclusive obligation/benefit of the owners of the Lots in the Gulf Ridge East Subdivision until such time as all outstanding pre-existing obligations are fulfilled and the Lot owners in Gulf Ridge Subdivision shall not be made to contribute to the payment of nor shall they receive a distribution of said outstanding pre-existing obligations benefits.

Likewise, after the merger all of the financial obligations, including but not limited to accounts receivable, accounts payable and other liabilities and benefits (hereinafter "pre-existing obligations") of the Gulf Ridge Property Owners Association, Inc., shall remain the sole and exclusive obligation/benefit of the owners of the Lots in the Gulf Ridge Subdivision until such time as all outstanding pre-existing obligations are fulfilled and the Lot owners in Gulf Ridge East Subdivision shall not be made to contribute to the payment of nor shall they receive a distribution of said

outstanding pre-existing obligations or benefits.

3. Supplemental Action. If at any time after the Effective Date Surviving Corp. shall determine that any further conveyances, agreements, documents, instruments, and assurances or any further action is necessary or desirable to carry out the provisions of this Plan, the appropriate officers of Surviving Corp. or Merging Corp., as the case may be, whether past or remaining in office, shall execute and deliver, on the request of Surviving Corp., any and all proper conveyances, agreements, documents, instruments, and assurances and perform all necessary or proper acts, to vest, perfect, confirm, or record such title thereto in Surviving Corp., or to otherwise carry out the provisions of this Plan.

4. Filing with the Florida Secretary of State and Effective Date. Upon receiving the requisite approvals from the membership and Boards of Directors of Surviving Corp. and Merging Corp. for this Plan of Merger, Merging Corp. and Surviving Corp. shall cause their respective President (or Vice President) to execute Articles of Merger and this Plan of Merger shall become an exhibit to such Articles of Merger. Thereafter, such Articles of Merger shall be delivered for filing by Surviving Corp. to the Florida Secretary of State. In accordance with Section 617.1105 of the Act, the Articles of Merger shall specify the "Effective Date," which shall be the filing date of the Articles of Merger.

5. Termination. At any time before the Effective Date (whether before or after filing of Articles of Merger), this Plan may be terminated and the Merger abandoned by mutual consent of the Boards of Directors of all Constituent Corporations, notwithstanding favorable action by the members of the respective Constituent Corporations.

**AMENDMENTS
TO
ARTICLES OF INCORPORATION
OF
GULF RIDGE PROPERTY OWNERS ASSOCIATION, INC.**

Words ~~stricken~~ are deletions;
Words underlined are additions.

Article 2
Purpose

The purpose for which the Association is organized is to provide an entity to own, operate and manage property and to enforce deed restrictions on behalf of and connection with Gulf Ridge, a subdivision according to the plat thereof on file and recorded in Plat Book 33, Page 63, and Gulf Ridge East, a subdivision according to the plat thereof on file and recorded in Plat Book 35, Page 42-43 public records, Lee County, Florida.

Article 3
Powers

3.2 ENUMERATION. The Association shall have all of the powers and duties including, but not limited to, the following:

H. To enforce, by legal means, the provisions of the Deeds of Restrictions, these Articles, the Bylaws of the Association, and the Regulations for the use of the property in Gulf Ridge Subdivision and Gulf Ridge East Subdivision.

Article 4
Members

4.1 MEMBERSHIP. The members of the Association shall consist of all of the record owners of lots in Gulf Ridge, a subdivision and Gulf Ridge East, a subdivision.

4.4 VOTING BY SUBDIVISION.

Notwithstanding anything to the contrary, when the Board determines in its sole discretion that a vote of only the owners in a particular Subdivision is required the quorum requirement for the meeting at which the vote is conducted shall be a majority of the voting interests in that Subdivision. At such meetings a majority vote of the number of voting interests of Lot Owners in the Subdivision, present and voting and entitled to vote on any matter shall be controlling, provided a quorum is present, in person or by proxy, except for such decisions as may by F.S. 720 or the governing documents require a larger percentage in which case the percentage required in F.S. 720 or the governing documents shall govern.



Article 13
Corporate Merger.

Gulf Ridge East Property Owners Association, Inc., upon the approval of this amendment shall merge with and into Gulf Ridge Property Owners Association, Inc., which shall be deemed the Surviving Corporation. In the event that the corporate merger is not approved, or the either corporation does not approve the requisite amendments to their governing documents, then the amendments to these Articles shall be void. In the event the merger and all requisite amendments are approved, then notwithstanding anything to the contrary contained in the governing documents, all references to the "Association" shall mean the surviving corporation and all references to the Articles of Incorporation and Bylaws shall mean the Articles of Incorporation and Bylaws of the surviving corporation. The Board of Directors shall have the authority to adopt amendments to the governing documents to effectuate the corporate merger in the event that any necessary amendments are inadvertently omitted from those amendments voted on by the membership.