

755606

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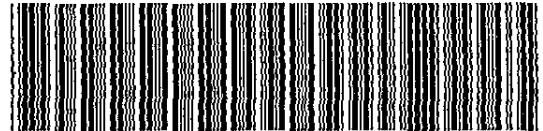
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*Merger  
T. Lewis*

10/20/05--01021--015 \*\*35.00

10/20/05--01021--016 \*\*35.00

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TALLAHASSEE, FL 32399

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## BECKER & POLIAKOFF, P.A.

3111 Stirling Road  
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Reply To:  
Robert Rubinstein, Esq.  
Direct dial: (954) 985-4119  
rrubinst@becker-poliakoff.com

### Florida Offices

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Israel

Florida Department of State  
Division of Corporations  
Attn: Thelma Lewis  
Document Specialist Supervisor  
P.O. Box 6327  
Tallahassee, FL 32314

Re: Townhome Association of Oregon Street, Inc.  
N05044

Dear Ms. Lewis:

In response to your letter dated October 25, 2005, a copy of which is enclosed, enclosed herewith is the Corporation Reinstatement for the above-referenced Association, together with check nos. 1088 and 1089, totaling \$236.25.

If you should have any questions, please do not hesitate to contact the undersigned. Thank you for your prompt attention to this matter.

Very truly yours,



Robert Rubinstein  
For the Firm

RR/pah  
Enclosures  
948953\_1.DOC

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Reply To:  
Robert Rubinstein, Esq.  
Direct dial: (954) 985-4119  
rrubinst@becker-poliakoff.com

October 17, 2005

Florida Department of State  
Corporate Records Bureau  
Division of Corporations  
Department of State  
P.O. Box 6327  
Tallahassee, FL 32301

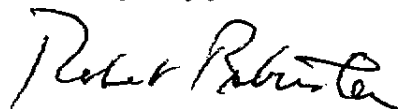
Re: Articles of Merger  
Merging Corporation: Townhome Association of Oregon Street, Inc.  
Document #N05044  
Surviving Corporation: Oregon Street Townhomes Association, Inc.  
Document #755606

Dear Sir/Madam:

Enclosed herewith please find the original Articles of Merger for the above-referenced Corporations, together with check nos. 1080 and 146147, each in the amount of \$35.00, for filing of same. Please provide us with a confirmation letter once this has been accomplished.

Thank you for your attention to this matter.

Very truly yours,



Robert Rubinstein  
For the Firm

RR/pah  
Enclosures  
938486\_1.DOC



FLORIDA DEPARTMENT OF STATE

Glenda E. Hood  
Secretary of State

October 25, 2005

ROBERT RUBINSTEIN, ESQ.  
LAW OFFICES BECKER & POLIAKOFF, P.A.  
P. O. BOX 9057  
FORT LAUDERDALE, FL 33310-9057

SUBJECT: TOWNHOME ASSOCIATION OF OREGON STREET, INC.  
Ref. Number: N05044

We have received your document for TOWNHOME ASSOCIATION OF OREGON STREET, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The above listed corporation was administratively dissolved or its certificate of authority was revoked for failure to file its 2005 corporate annual report form. To reinstate, the corporation must submit a completed reinstatement application or annual report and the appropriate fees.

The fees to reinstate the corporation are as follows: \$175 reinstatement fee, \$61.25 filing fee per year.

Therefore, the total amount due to reinstate the corporation is \$236.25. Add an additional \$8.75 for each certificate of status requested.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6905.

Thelma Lewis  
Document Specialist Supervisor

Letter Number: 305A00064741

**ARTICLES OF MERGER  
OF  
TOWNHOME ASSOCIATION OF OREGON STREET, INC.,  
A FLORIDA NOT FOR PROFIT CORPORATION  
INTO  
OREGON STREET TOWNHOMES ASSOCIATION, INC.,  
A FLORIDA NOT FOR PROFIT CORPORATION**

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA


**PLAN OF MERGER**

The Plan of Merger is attached hereto as Exhibit A and incorporated herein by reference.

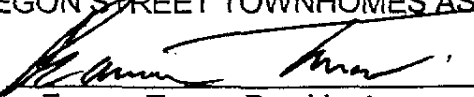
**MEMBER APPROVAL**

1. For each of the merging corporations, the date of the meeting of members at which the plan of merger was adopted was MAY 10, 2005.
2. For each of the merging corporations, the number of votes cast for the merger was sufficient for approval.
3. For Townhome Association of Oregon Street, Inc., the vote on the plan was 9 of 10 members in favor of the merger.
4. For Oregon Street Townhomes Association, Inc., the vote on the plan was 9 of 10 members in favor of the merger.

TOWNHOME ASSOCIATION OF OREGON STREET, INC.

By:   
Eamon Toner, President

OREGON STREET TOWNHOMES ASSOCIATION, INC.

By:   
Eamon Toner, President

**PLAN OF MERGER  
OF  
TOWNHOME ASSOCIATION OF OREGON STREET, INC.  
AND OREGON STREET TOWNHOMES ASSOCIATION, INC.  
INTO  
OREGON STREET TOWNHOMES ASSOCIATION, INC.**

This Plan of Merger is between TOWNHOME ASSOCIATION OF OREGON STREET, INC. (the "Merged Corporation") and OREGON STREET TOWNHOMES ASSOCIATION, INC. (the "Surviving Corporation").

**RECITALS**

A. The Merged Corporation is a not-for-profit homeowner's association corporation organized and existing under the laws of the State of Florida with its principal office at 317 Oregon Street, Hollywood, Florida 33019.

B. The Surviving Corporation is a not-for-profit homeowner's association corporation organized and existing under the laws of the State of Florida, with its principal office at 321 Oregon Street, Hollywood, Florida 33019.

C. The Boards of Directors of the Merged Corporation and the Surviving Corporation have agreed that it is in their mutual best interests that the Merged Corporation be merged into the Surviving Corporation pursuant to the provisions of the Florida Not For Profit Corporation Act, in order to streamline operations, reduce administrative costs and delays and obtain a uniform management of the residential communities currently managed by the Merged Corporation and the Surviving Corporation.

## NAMES OF MERGING AND SURVIVING CORPORATIONS

TOWNHOME ASSOCIATION OF OREGON STREET, INC., the corporation proposing to merge, shall merge into OREGON STREET TOWNHOMES ASSOCIATION, INC., which shall be the Surviving Corporation.

## TERMS AND CONDITIONS OF PROPOSED MERGER

1. The Effective Date of the merger shall be MAY 10, 2005 or the date of delivery of the Articles of Merger to the Department of State, whichever date is permitted by law and is sooner.
2. The Board of Directors of the Merging Corporation and the Surviving Corporation shall submit this Plan of Merger to a vote at a meeting of their members at a special meeting on MAY 10, 2005.
3. On the Effective Date, the separate existence of the Merged Corporation shall cease and the Surviving Corporation shall succeed to all of the powers, rights, privileges and property of the Merged Corporation, including, but not limited to, that certain real property commonly known as the Common Area for Oregon Street Limited Townhomes, more particularly described in that certain Warranty Deed dated January 20, 1985 and recorded August 12, 1985 in Official Records Book 12742 at Page 645 of the Public Records of Broward County, Florida incorporated herein by reference, without the

requirement of any additional documents of transfer. The Surviving Corporation shall be responsible for and shall assume all liabilities and obligations of the Merged Corporation.

4. The Officers and Directors of the respective corporations shall take the actions necessary to prepare, execute and file Articles of Merger with the Florida Department of State.

#### **CHANGES IN ARTICLES OF INCORPORATION OF SURVIVING CORPORATION**

There are no changes to the Articles of Incorporation of the Surviving Corporation to be effected by the merger.