

769475

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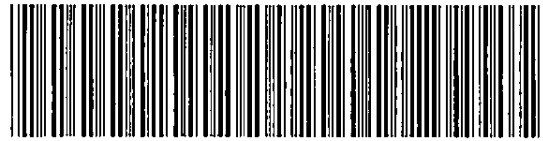
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TALLAHASSEE, FL

COVER LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: Kensington Walk Master Association, Inc.

(Name of Surviving Corporation)

The enclosed Articles of Merger and fee are submitted for filing.

Please return all correspondence concerning this matter to following:

Scott J. Lee, Esq.

(Contact Person)

SJW Law Group, PLLC

(Firm/Company)

12300 South Shore Boulevard, Suite 202

(Address)

Wellington, Florida 33414

(City/State and Zip Code)

For further information concerning this matter, please call:

Allison Weatherspoon

(Name of Contact Person)

At (561) 231-5004

(Area Code & Daytime Telephone Number)

☐ Certified copy (optional) \$8.75 (Please send an additional copy of your document if a certified copy is requested)

Mailing Address:

Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street Address:

Amendment Section
Division of Corporations
The Centre of Tallahassee
2415 N. Monroe Street, Suite 810
Tallahassee, FL 32303

ARTICLES OF MERGER

(Not for Profit Corporations)

The following articles of merger are submitted in accordance with the Florida Not For Profit Corporation Act, pursuant to section 617.1105, Florida Statutes.

First: The name and jurisdiction of the **surviving** corporation:

<u>Name</u>	<u>Jurisdiction</u>	<u>Document Number</u> (If known/ applicable)
Kensington Walk Master Association, Inc.	Florida	769475

Second: The name and jurisdiction of each **merging** corporation:

<u>Name</u>	<u>Jurisdiction</u>	<u>Document Number</u> (If known/ applicable)
Kensington Walk Condominium One Associ	Florida	769476
Kensington Walk Condominium Two Assoc	Florida	N01114
Kensington Walk Condominium Three Asso	Florida	N04157

Third: The Plan of Merger is attached.

Fourth: The merger shall become effective on the date the Articles of Merger are filed with the Florida Department of State

OR 05 / 28 / 2025 (Enter a specific date. NOTE: An effective date cannot be prior to the date of filing or more than 90 days after merger file date).

Note: If the date inserted in this block does not meet the applicable statutory filing requirements, this date will not be listed as the document's effective date on the Department of State's records.

(Attach additional sheets if necessary)

EXHIBIT 1

PLAN OF MERGER FOR
KENSINGTON WALK MASTER ASSOCIATION, INC.

ARTICLES OF MERGER
FOR
KENSINGTON WALK CONDOMINIUM ONE ASSOCIATION, INC.
WITH AND INTO
KENSINGTON WALK MASTER ASSOCIATION, INC.

THESE ARTICLES OF MERGER FOR KENSINGTON WALK CONDOMINIUM ONE ASSOCIATION, INC. WITH AND INTO KENSINGTON WALK MASTER ASSOCIATION, INC. (these "**Articles of Merger**") are submitted in compliance with Section 617.1106 of the Florida Statutes.

1. Pursuant to these Articles of Merger the Kensington Walk Condominium One Association, Inc. (the "**Kensington One**") shall be merged into the Kensington Walk Master Association, Inc. (the "**Kensington Master**").

2. The name, street address of its principal office, jurisdiction and entity type of the **merging** entity is as follows:

<u>Name & Street Address</u>	<u>Jurisdiction</u>	<u>Entity Type</u>
A. Kensington Walk Condominium One Association, Inc. 6600 Somerset Drive Boca Raton, Florida 33433	Florida	Not-For-Profit
Florida Document Number: 769476	FEI Number: 59-2371472	

3. The name, street address of its principal office, jurisdiction and entity type of the **surviving** entity is as follows:

<u>Name & Street Address</u>	<u>Jurisdiction</u>	<u>Entity Type</u>
Kensington Walk Master Association, Inc. 6600 Somerset Drive Boca Raton, Florida 33433	Florida	Not-For-Profit
Florida Document Number: 769475	FEI Number: 59-2371470	

4. The Plan of Merger for Kensington Walk Master Association, Inc. (the "**Plan of merger**"), attached hereto as **Exhibit 1**, meets the requirements of Section 617.1101 of the Florida Statutes, and was approved by each domestic corporation that is a party to the merger in accordance with Chapter 617 of the Florida Statutes.

5. The merger shall become effective on May 28, 2025.
6. The Plan of Merger was approved by the Board of Directors for Kensington Walk Master Association, Inc.
7. In accordance with Section 617.1103, Florida Statutes, the Plan of Merger was submitted to a vote at a special meeting of the members on May 28, 2025, entitled to vote on the Plan of Merger. Written notice setting forth the proposed plan or a summary thereof was given to each member entitled to vote at such meeting in accordance with the articles of incorporation and the by-laws. The Plan of Merger was adopted by at least a two thirds of the votes of members present, in person or by proxy, at such a meeting, which a vote was sufficient for approval.

APPROVED BY:

KENSINGTON WALK MASTER
ASSOCIATION, INC.,
a Florida not-for-profit corporation

By: 
Name: AMOS ARGENTINI
Title: BOARD MEMBER - TREASURER
Date: 06/18/2025

APPROVED BY:

KENSINGTON WALK CONDOMINIUM
ONE ASSOCIATION, INC.,
a Florida not-for-profit corporation

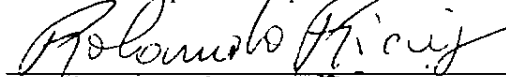
By: 
Name: ROLANDO RICCIO
Title: BOARD MEMBER
Date: 06/23/2025

EXHIBIT 1

PLAN OF MERGER FOR
KENSINGTON WALK MASTER ASSOCIATION, INC.

ARTICLES OF MERGER
FOR
KENSINGTON WALK CONDOMINIUM TWO ASSOCIATION, INC.
WITH AND INTO
KENSINGTON WALK MASTER ASSOCIATION, INC.

THESE ARTICLES OF MERGER FOR KENSINGTON WALK CONDOMINIUM TWO ASSOCIATION, INC. WITH AND INTO KENSINGTON WALK MASTER ASSOCIATION, INC. (these "**Articles of Merger**") are submitted in compliance with Section 617.1106 of the Florida Statutes.

1. Pursuant to these Articles of Merger the Kensington Walk Condominium Two Association, Inc. (the "**Kensington Two**") shall be merged into the Kensington Walk Master Association, Inc. (the "**Kensington Master**").

2. The name, street address of its principal office, jurisdiction and entity type of the **merging** entity is as follows:

<u>Name & Street Address</u>	<u>Jurisdiction</u>	<u>Entity Type</u>
A. Kensington Walk Condominium Two Association, Inc. 6600 Somerset Drive Boca Raton, Florida 33433	Florida	Not-For-Profit
Florida Document Number: N01114	FEI Number: 59-2513169	

3. The name, street address of its principal office, jurisdiction and entity type of the **surviving** entity is as follows:

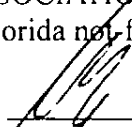
<u>Name & Street Address</u>	<u>Jurisdiction</u>	<u>Entity Type</u>
Kensington Walk Master Association, Inc. 6600 Somerset Drive Boca Raton, Florida 33433	Florida	Not-For-Profit
Florida Document Number: 769475	FEI Number: 59-2371470	

4. The Plan of Merger for Kensington Walk Master Association, Inc. (the "**Plan of merger**"), attached hereto as **Exhibit 1**, meets the requirements of Section 617.1101 of the Florida Statutes, and was approved by each domestic corporation that is a party to the merger in accordance with Chapter 617 of the Florida Statutes.

5. The merger shall become effective on May 28, 2025.
6. The Plan of Merger was approved by the Board of Directors for Kensington Walk Master Association, Inc.
7. In accordance with Section 617.1103, Florida Statutes, the Plan of Merger was submitted to a vote at a special meeting of the members on May 28, 2025, entitled to vote on the Plan of Merger. Written notice setting forth the proposed plan or a summary thereof was given to each member entitled to vote at such meeting in accordance with the articles of incorporation and the by-laws. The Plan of Merger was adopted by at least a two thirds of the votes of members present, in person or by proxy, at such a meeting, which a vote was sufficient for approval.

APPROVED BY:

KENSINGTON WALK MASTER
ASSOCIATION, INC.,
a Florida not-for-profit corporation

By: 

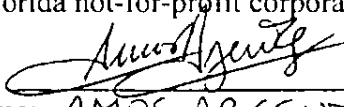
Name: CHRISTINE FERGUSON

Title: BOARD MEMBER VICE PRESIDENT

Date: 18th JUNE 2025

APPROVED BY:

KENSINGTON WALK CONDOMINIUM
TWO ASSOCIATION, INC.,
a Florida not-for-profit corporation

By: 

Name: AMOS ARGENTINI

Title: BOARD MEMBER - PRESIDENT

Date: 06/18/2025

EXHIBIT 1

PLAN OF MERGER FOR
KENSINGTON WALK MASTER ASSOCIATION, INC.

ARTICLES OF MERGER
FOR
KENSINGTON WALK CONDOMINIUM THREE ASSOCIATION, INC.
WITH AND INTO
KENSINGTON WALK MASTER ASSOCIATION, INC.

THESE ARTICLES OF MERGER FOR KENSINGTON WALK CONDOMINIUM THREE ASSOCIATION, INC. WITH AND INTO KENSINGTON WALK MASTER ASSOCIATION, INC. (these "**Articles of Merger**") are submitted in compliance with Section 617.1106 of the Florida Statutes.

1. Pursuant to these Articles of Merger the Kensington Walk Condominium Three Association, Inc. (the "**Kensington Three**") shall be merged into the Kensington Walk Master Association, Inc. (the "**Kensington Master**").

2. The name, street address of its principal office, jurisdiction and entity type of the **merging** entity is as follows:

<u>Name & Street Address</u>	<u>Jurisdiction</u>	<u>Entity Type</u>
A. Kensington Walk Condominium Three Association, Inc. 6600 Somerset Drive Boca Raton, Florida 33433	Florida	Not-For-Profit
Florida Document Number: N04157	FEI Number: 59-2494079	

3. The name, street address of its principal office, jurisdiction and entity type of the **surviving** entity is as follows:

<u>Name & Street Address</u>	<u>Jurisdiction</u>	<u>Entity Type</u>
Kensington Walk Master Association, Inc. 6600 Somerset Drive Boca Raton, Florida 33433	Florida	Not-For-Profit
Florida Document Number: 769475	FEI Number: 59-2371470	

4. The Plan of Merger for Kensington Walk Master Association, Inc. (the "**Plan of merger**"), attached hereto as **Exhibit 1**, meets the requirements of Section 617.1101 of the Florida Statutes, and was approved by each domestic corporation that is a party to the merger in accordance with Chapter 617 of the Florida Statutes.

5. The merger shall become effective on May 28, 2025.

6. The Plan of Merger was approved by the Board of Directors for Kensington Walk Master Association, Inc.

7. In accordance with Section 617.1103, Florida Statutes, the Plan of Merger was submitted to a vote at a special meeting of the members on May 28, 2025, entitled to vote on the Plan of Merger. Written notice setting forth the proposed plan or a summary thereof was given to each member entitled to vote at such meeting in accordance with the articles of incorporation and the by-laws. The Plan of Merger was adopted by at least a two thirds of the votes of members present, in person or by proxy, at such a meeting, which a vote was sufficient for approval.

APPROVED BY:

KENSINGTON WALK MASTER
ASSOCIATION, INC.,
a Florida not-for-profit corporation

By: 

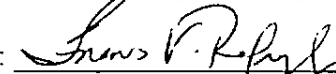
Name: AMOS ARGENTINI

Title: BOARD MEMBER - TREASURER

Date: 06/18/2025

APPROVED BY:

KENSINGTON WALK CONDOMINIUM
THREE ASSOCIATION, INC.,
a Florida not-for-profit corporation

By: 

Name: Frances V. Rodriguez

Title: Board Member

Date: 06/23/2025

ARTICLES OF MERGER

(Not for Profit Corporations)

The following articles of merger are submitted in accordance with the Florida Not For Profit Corporation Act, pursuant to section 617.1105, Florida Statutes.

First: The name and jurisdiction of the **surviving** corporation:

<u>Name</u>	<u>Jurisdiction</u>	<u>Document Number</u> (If known/ applicable)
Kensington Walk Master Association, Inc.	Florida	769475

Second: The name and jurisdiction of each **merging** corporation:

<u>Name</u>	<u>Jurisdiction</u>	<u>Document Number</u> (If known/ applicable)
Kensington Walk Condominium One Associ	Florida	769476
Kensington Walk Condominium Two Assoc	Florida	N01114
Kensington Walk Condominium Three Asso	Florida	N04157

Third: The Plan of Merger is attached.

Fourth: The merger shall become effective on the date the Articles of Merger are filed with the Florida Department of State

OR 05 / 28 / 2025 (Enter a specific date. NOTE: An effective date cannot be prior to the date of filing or more than 90 days after merger file date).

Note: If the date inserted in this block does not meet the applicable statutory filing requirements, this date will not be listed as the document's effective date on the Department of State's records.

(Attach additional sheets if necessary)

EXHIBIT 1

PLAN OF MERGER FOR
KENSINGTON WALK MASTER ASSOCIATION, INC.

ARTICLES OF MERGER
FOR
KENSINGTON WALK CONDOMINIUM ONE ASSOCIATION, INC.
WITH AND INTO
KENSINGTON WALK MASTER ASSOCIATION, INC.

THESE ARTICLES OF MERGER FOR KENSINGTON WALK CONDOMINIUM ONE ASSOCIATION, INC. WITH AND INTO KENSINGTON WALK MASTER ASSOCIATION, INC. (these "**Articles of Merger**") are submitted in compliance with Section 617.1106 of the Florida Statutes.

1. Pursuant to these Articles of Merger the Kensington Walk Condominium One Association, Inc. (the "**Kensington One**") shall be merged into the Kensington Walk Master Association, Inc. (the "**Kensington Master**").

2. The name, street address of its principal office, jurisdiction and entity type of the **merging** entity is as follows:

<u>Name & Street Address</u>	<u>Jurisdiction</u>	<u>Entity Type</u>
A. Kensington Walk Condominium One Association, Inc. 6600 Somerset Drive Boca Raton, Florida 33433	Florida	Not-For-Profit
Florida Document Number: 769476	FEI Number: 59-2371472	

3. The name, street address of its principal office, jurisdiction and entity type of the **surviving** entity is as follows:

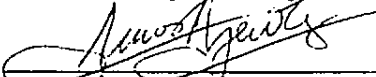
<u>Name & Street Address</u>	<u>Jurisdiction</u>	<u>Entity Type</u>
Kensington Walk Master Association, Inc. 6600 Somerset Drive Boca Raton, Florida 33433	Florida	Not-For-Profit
Florida Document Number: 769475	FEI Number: 59-2371470	

4. The Plan of Merger for Kensington Walk Master Association, Inc. (the "**Plan of merger**"), attached hereto as **Exhibit 1**, meets the requirements of Section 617.1101 of the Florida Statutes, and was approved by each domestic corporation that is a party to the merger in accordance with Chapter 617 of the Florida Statutes.

5. The merger shall become effective on May 28, 2025.
6. The Plan of Merger was approved by the Board of Directors for Kensington Walk Master Association, Inc.
7. In accordance with Section 617.1103, Florida Statutes, the Plan of Merger was submitted to a vote at a special meeting of the members on May 28, 2025, entitled to vote on the Plan of Merger. Written notice setting forth the proposed plan or a summary thereof was given to each member entitled to vote at such meeting in accordance with the articles of incorporation and the by-laws. The Plan of Merger was adopted by at least a two thirds of the votes of members present, in person or by proxy, at such a meeting, which a vote was sufficient for approval.

APPROVED BY:

KENSINGTON WALK MASTER
ASSOCIATION, INC.,
a Florida not-for-profit corporation

By: 
Name: AMOS ARGENTINI
Title: BOARD MEMBER-TREASURER
Date: 06/18/2025

APPROVED BY:

KENSINGTON WALK CONDOMINIUM
ONE ASSOCIATION, INC.,
a Florida not-for-profit corporation

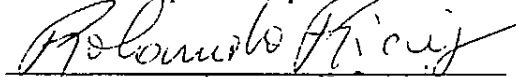
By: 
Name: ROLANDO RICCIO
Title: BOARD MEMBER
Date: 06/23/2025

EXHIBIT 1

PLAN OF MERGER FOR
KENSINGTON WALK MASTER ASSOCIATION, INC.

ARTICLES OF MERGER
FOR
KENSINGTON WALK CONDOMINIUM TWO ASSOCIATION, INC.
WITH AND INTO
KENSINGTON WALK MASTER ASSOCIATION, INC.

THESE ARTICLES OF MERGER FOR KENSINGTON WALK CONDOMINIUM TWO ASSOCIATION, INC. WITH AND INTO KENSINGTON WALK MASTER ASSOCIATION, INC. (these "**Articles of Merger**") are submitted in compliance with Section 617.1106 of the Florida Statutes.

1. Pursuant to these Articles of Merger the Kensington Walk Condominium Two Association, Inc. (the "**Kensington Two**") shall be merged into the Kensington Walk Master Association, Inc. (the "**Kensington Master**").

2. The name, street address of its principal office, jurisdiction and entity type of the **merging** entity is as follows:

<u>Name & Street Address</u>	<u>Jurisdiction</u>	<u>Entity Type</u>
A. Kensington Walk Condominium Two Association, Inc. 6600 Somerset Drive Boca Raton, Florida 33433	Florida	Not-For-Profit
Florida Document Number: N01114	FEI Number: 59-2513169	

3. The name, street address of its principal office, jurisdiction and entity type of the **surviving** entity is as follows:

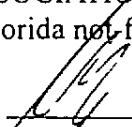
<u>Name & Street Address</u>	<u>Jurisdiction</u>	<u>Entity Type</u>
Kensington Walk Master Association, Inc. 6600 Somerset Drive Boca Raton, Florida 33433	Florida	Not-For-Profit
Florida Document Number: 769475	FEI Number: 59-2371470	

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APPROVED BY:

KENSINGTON WALK MASTER
ASSOCIATION, INC.,
a Florida not-for-profit corporation

By: 
Name: CHRISTINE FERGUSON
Title: BOARD MEMBER VICE PRESIDENT
Date: 18th JUNE 2025

APPROVED BY:

KENSINGTON WALK CONDOMINIUM
TWO ASSOCIATION, INC.,
a Florida not-for-profit corporation

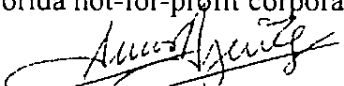
By: 
Name: AMOS ARGENTINI
Title: BOARD MEMBER - PRESIDENT
Date: 06/18/2025

EXHIBIT 1

PLAN OF MERGER FOR
KENSINGTON WALK MASTER ASSOCIATION, INC.

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WITH AND INTO
KENSINGTON WALK MASTER ASSOCIATION, INC.

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2. The name, street address of its principal office, jurisdiction and entity type of the **merging** entity is as follows:

<u>Name & Street Address</u>	<u>Jurisdiction</u>	<u>Entity Type</u>
A. Kensington Walk Condominium Three Association, Inc. 6600 Somerset Drive Boca Raton, Florida 33433	Florida	Not-For-Profit
Florida Document Number: N04157	FEI Number: 59-2494079	

3. The name, street address of its principal office, jurisdiction and entity type of the **surviving** entity is as follows:

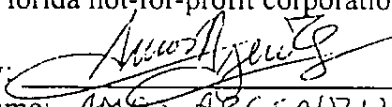
<u>Name & Street Address</u>	<u>Jurisdiction</u>	<u>Entity Type</u>
Kensington Walk Master Association, Inc. 6600 Somerset Drive Boca Raton, Florida 33433	Florida	Not-For-Profit
Florida Document Number: 769475	FEI Number: 59-2371470	

4. The Plan of Merger for Kensington Walk Master Association, Inc. (the "**Plan of merger**"), attached hereto as **Exhibit 1**, meets the requirements of Section 617.1101 of the Florida Statutes, and was approved by each domestic corporation that is a party to the merger in accordance with Chapter 617 of the Florida Statutes.

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APPROVED BY:

KENSINGTON WALK MASTER
ASSOCIATION, INC.,
a Florida not-for-profit corporation

By: 

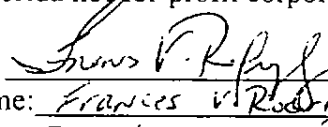
Name: AMS ARGENTIN

Title: BOARD MEMBER - TREASURER

Date: 06/18/2025

APPROVED BY:

KENSINGTON WALK CONDOMINIUM
THREE ASSOCIATION, INC.,
a Florida not-for-profit corporation

By: 

Name: Frances V. Rodriguez

Title: Board Member

Date: 06/23/2025