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EXAMINER

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\*ALSO ADMITTED IN ALABAMA

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APRIL H. HOCUTT\*  
LAUREN K. DIMITRI

\*\*ALSO ADMITTED IN VIRGINIA  
AND THE DISTRICT OF COLUMBIA

December 23, 2008

**VIA FEDERAL EXPRESS**

Department of State  
Registration Section  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, Florida 32301

**Re Certificate of Merger**

**MILTON INVESTMENTS, LP**  
**a Georgia limited partnership**

**MILTON INVESTMENTS FLORIDA, LP**  
**a Florida limited partnership**

Dear Sir/Madam:

Please find enclosed the following documents for filing in your office:

1. Original and one copy of Merger Transmittal Letter
2. Original and one copy of the Certificate of Merger; and
3. A check in the amount of \$157.50 for the required filing fees of \$52.50 per partnership and \$52.50 for one certified copy of the Certificate of Merger.

Upon filing, please return the certified Certificate to us in the enclosed Federal Express envelope. Thank you very much for your assistance in this matter. Should you have any questions or concerns regarding the enclosed, please call at your earliest convenience.

Sincerely,  
PAGE, SCRANTOM, SPROUSE,  
TUCKER & FORD, P.C.

By

  
Cecil M. Cheves

CMC/ash  
Enclosures

M0617-0004-24

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TALLAHASSEE, FLORIDA

**COVER LETTER**

**TO:** Registration Section  
Division of Corporations

**SUBJECT:** Milton Investments Florida, LP  
(Name of Surviving Party)

The enclosed Certificate of Merger and fee(s) are submitted for filing.

Please return all correspondence concerning this matter to:

Cecil Cheves

(Contact Person)

Page, Scrantom, Sprouse, Tucker & Ford, PC

(Firm/Company)

1111 Bay Avenue, 3rd Floor

(Address)

Columbus, GA 31901

(City, State and Zip Code)

For further information concerning this matter, please call:

Cecil Cheves

(Name of Contact Person)

at ( 706 ) 243-4079

(Area Code and Daytime Telephone Number)

☒ Certified copy (optional) \$52.50

**STREET ADDRESS:**

Registration Section  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301

**MAILING ADDRESS:**

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

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TALLAHASSEE, FLORIDA

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A08-1027

**MILTON INVESTMENTS FLORIDA, L.P.**  
**and**  
**MILTON INVESTMENTS, L.P.**

**CERTIFICATE OF MERGER**

The undersigned, MILTON INVESTMENTS FLORIDA, L.P., a Florida limited partnership (the "Milton Florida") and MILTON INVESTMENTS, L.P., a Georgia limited partnership ("Milton Georgia"), hereby make, acknowledge, and file this Certificate of Merger pursuant to the provisions of the Florida Revised Uniform Limited Partnership Act of 2005 (Fla. Stat. § 620.2101 *et. seq.*) effective as of 11:59 p.m. E.S.T., December 31, 3008.

1. Name and Form of Constituent Organizations. Milton Florida is a Florida limited partnership organized and validly existing under the laws of the state of Florida and its corporate name is MILTON INVESTMENTS FLORIDA, L.P. Milton Georgia is a limited partnership organized and validly existing under the laws of the state of Georgia and its corporate name is MILTON INVESTMENTS, L.P.

2. Surviving Organization. Subsequent to the merger of Milton Florida and Milton Georgia, Milton Florida shall be the surviving organization.

3. Effective Date of Merger. The merger of Milton Florida and Milton Georgia shall be effective as of 11:59 p.m. E.S.T., December 31, 3008.

4. Approval of Merger. The undersigned, as General Partners of Milton Florida and Milton Georgia each believe the merger of the limited partnerships is in the best interests of each limited partnership and have approved such merger in accordance with each limited partnership's governing law.

[SIGNATURE PAGE FOLLOWS]

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TALLAHASSEE, FLORIDA

In witness whereof, the General Partners of the constituent limited partnerships to the above referenced merger have hereunder set their hands effective as of the 21<sup>st</sup> day of December, 2008.

MILTON INVESTMENTS FLORIDA, L.P.

By: W & O INVESTMENTS FLORIDA, LLC,  
General Partner

By: Bettye A. Cheves  
Bettye A. Cheves, Manager

MILTON INVESTMENTS, L.P

By: W & O INVESTMENTS, LLC,  
General Partner

By: Bettye A. Cheves  
Bettye A. Cheves, Manager

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