

A 94000001635

STEVEN M. CHAMBERLAIN, P.L.

618 NE FIRST STREET  
GAINESVILLE, FLORIDA (ZIP 32601-5305)  
TELEPHONE (352) 375-8540  
FAX (352) 375-8554  
EMAIL taxguy@gator.net

April 6, 2000

Corporate Records Bureau  
Division of Corporations  
Department of State  
Post Office Box 6327  
Tallahassee, Florida 32301

re: merger of partnerships  
qualification of LLLP

Dear Sir or Madam:

Enclosed please find (i) Articles of Merger of Partnerships ,  
(ii) Statement of Qualification and (iii) a check in the amount of  
\$105.00 made out in favor of the Secretary of State. Please file  
the Articles of Merger first.

Sincerely yours,



Steven M. Chamberlain

Enclosures

c: C. Frederick Thompson

210.00 filing  
- 131.25  
78.75

210.00 Certification  
157.50

8p

SECRETARY OF STATE  
TALLAHASSEE FLORIDA

00 JUN 23 AM 10:47

FILED

6/23

\$78.75-LP  
\$157.50-CC

400003202144--2  
-04/10/00--01141--011  
\*\*\*\*105.00 \*\*\*\*105.00

400003202144--2  
-06/09/00--01088--010  
\*\*\*\*26.25 \*\*\*\*26.25

400003202144--2  
-06/23/00--01021--001  
\*\*\*\*236.25 \*\*\*\*236.25

Survivor  
A94-1635

ARTICLES OF MERGER  
Merger Sheet

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MERGING:

BELLWOOD PARTNERS, LTD. a Florida entity #A95000001603; MONTEOCHA PARTNERS, LTD., a Florida entity #A95000001165; VILLAGEWOOD PARTNERS, LTD. a Flo

rida entity #A9400000462.

into

**SOUTHEASTERN FUNDING PARTNERS, LLLP,** a Florida entity  
A94000001635

File date: June 23, 2000

Corporate Specialist: Lee Rivers



FLORIDA DEPARTMENT OF STATE  
Katherine Harris  
Secretary of State

April 17, 2000

STEVEN M. CHAMBERLAIN  
STEVEN M. CHAMBERLAIN, P.L.  
618 NE FIRST STREET  
GAINESVILLE, FL 32601-5305

SUBJECT: SOUTHEASTERN FUNDING PARTNERS, LTD.  
Ref. Number: A94000001635

FILED  
00 JUN 23 AM 10:47  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

We have received your document for SOUTHEASTERN FUNDING PARTNERS, LTD. and check(s) totaling \$105.00. However, the document has not been filed and is being retained in this office for the following reason(s):

There is a balance due of \$130.00. Refer to the <sup>below</sup> attached fee schedule for the breakdown of fees. Please return a copy of this letter to ensure your money is properly credited.

→ The fee for each of the four LP's in the merger is \$52.50, and the fee for the Statement of Qualification is \$25.

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) 487-6958.

Lee Rivers  
Document Specialist

Letter Number: 700A00021026



May 31, 2000

*Via Certified Mail - Return Receipt Requested*

Secretary of State  
Division of Corporations  
Post Office Box 6327  
Tallahassee, Florida 32314

FILED  
00 JUN 23 AM 10:47  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

Re: Document Number A94000001635

Dear Ms. Cline:

Enclosed is our check in the amount of \$26.25 for three (3) Certified True Copies of the Articles of Merger for SOUTHEASTERN FUNDING PARTNERS, LTD., filed with your department wherein BELLWOOD PARTNERS, LTD., SOUTHEASTERN FUNDING PARTNERS, LTD., MONTEOCHA PARTNERS, LTD. and VILAGEWOOD PARTNERS, LTD. were merged with SOUTHEASTERN FUNDING PARTNERS, LTD., being the surviving entity. (Copy attached)

We had previously requested certified copies and were forwarded true copies of articles of merger for a different merger.

Thank you for your immediate response.

Sincerely,

Joyce L. Dukes  
Executive Legal Secretary

For:  
C. FREDERICK THOMPSON

Enclosure

/jld

First Union Bank Building  
104 N. Main Street  
Suite 300  
Gainesville, Florida 32601  
Telephone: 352/378-4814  
Facsimile: 352/335-2905



June 9, 2000

*Via Certified Mail - Return Receipt Requested*

Secretary of State  
Division of Corporations  
Post Office Box 6327  
Tallahassee, Florida 32314

Attention: Lee Rivers

Re: Document Number A94000001635

FILED  
00 JUN 23 AM 10:47  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

Dear Mr. Rivers:

Enclosed is our Check Number 001878 in the amount of \$261.25 which represents the filing fee plus the fee for three (3) Certified True Copies of the Articles of Merger for **SOUTHEASTERN FUNDING PARTNERS, LTD., wherein BELLWOOD PARTNERS, LTD., SOUTHEASTERN FUNDING PARTNERS, LTD., MONTEOCHA PARTNERS, LTD. and VILLAGWOOD PARTNERS, LTD. are merged with SOUTHEASTERN FUNDING PARTNERS, LTD., being the surviving entity.** We have previously submitted to you a check in the amount of \$26.25 for which you are allowing us credit.

It is my understanding that there is a balance due and Attorney Steven Chamberlain was notified; however, our office was never notified by the attorney.

Thank you for your immediate response.

Sincerely,

Joyce L. Dukes  
Executive Legal Secretary

For:  
C. FREDERICK THOMPSON

Enclosure

/jld

2831 N.W. 41<sup>st</sup> Street

Suite D

Gainesville, Florida 32606

Telephone: 352/378-4814

Facsimile: 352/335-2905



FLORIDA DEPARTMENT OF STATE  
Katherine Harris  
Secretary of State

June 14, 2000

JOYCE L. DUKES, EXECUTIVE LEGAL SECRETARY  
THOMPSON GROUP, INC.  
2831 N.W. 41ST STREET, SUITE D  
GAINESVILLE, FL 32606

SUBJECT: SOUTHEASTERN FUNDING PARTNERS, LLLP  
Ref. Number: A94000001635

FILED  
00 JUN 23 AM 10:47  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

We have received your document for SOUTHEASTERN FUNDING PARTNERS, LLLP and your check(s) totaling \$392.50. However, the document has not been filed and is being retained in this office for the following:

The total amount due for this merger and three certified copies of the merger is \$367.50. Because you originally submitted this merger with a statement of qualification to also be filed, we based our earlier letter on the amount due to file both the merger and the statement. The statement was subsequently submitted to this office with separate payment and a different merger; both of these were filed.

We are returning your check for \$261.25. Please remit a check for \$236.25, which is the remaining amount due for the merger filing and three certified copies. PLEASE submit the check to MY ATTENTION, with a copy of this letter, to avoid any further confusion.

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) 487-6958.

Lee Rivers  
Document Specialist

Letter Number: 800A00033984



June 20, 2000

*Via Certified Mail - Return Receipt Requested*

Secretary of State  
Division of Corporations  
Post Office Box 6327  
Tallahassee, Florida 32314

Attention: Lee Rivers

Re: Document Number A94000001635

Dear Mr. Rivers:

Enclosed is our Check Number 001919 in the amount of \$236.25 which represents the filing fee plus the fee for three (3) Certified True Copies of the Articles of Merger for **SOUTHEASTERN FUNDING PARTNERS, LTD., wherein BELLWOOD PARTNERS, LTD., SOUTHEASTERN FUNDING PARTNERS, LTD., MONTEOCHA PARTNERS, LTD. and VILAGEWOOD PARTNERS, LTD. are merged with SOUTHEASTERN FUNDING PARTNERS, LTD., being the surviving entity.**

Also enclosed is a copy of your letter of June 14, 2000.

Thank you for your immediate response.

Sincerely,

Joyce L. Dukes  
Executive Legal Secretary

For:  
C. FREDERICK THOMPSON

Enclosure

/jld

**FILED**  
00 JUN 23 AM 10:47  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

2831 N.W. 41<sup>ST</sup> Street

Suite D

Gainesville, Florida 32606

Telephone: 352/378-4814

Facsimile: 352/335-2905

## ARTICLES OF MERGER OF PARTNERSHIPS

These Articles of Merger of Partnerships are intended to comply with the provisions of Florida Statutes section 620.203 (1999).

C. Frederick Thompson, as the President of and on behalf of THOMPSON PROPERTY MANAGEMENT CORPORATION, a Florida corporation, hereby states that:

1. THOMPSON PROPERTY MANAGEMENT CORPORATION is the sole general partner of each of the following Florida limited partnerships:

survivor → BELLWOOD PARTNERS, LTD. FL A95-1603  
SOUTHEASTERN FUNDING PARTNERS, LTD. FL A94-1635  
MONTEOCHA PARTNERS, LTD. FL A95-1165  
VILLAGWOOD PARTNERS, LTD. FL A94-462

2. All of said limited partnerships are merging into SOUTHEASTERN FUNDING PARTNERS, LTD. pursuant to the plan of merger attached hereto as Exhibit A.

3. The plan of merger was approved by each partnership which is a party to the plan of merger in accordance with the applicable provisions of chapter 620 of the Florida Statutes (1999).

4. The written consent of each person who, as a result of the merger, becomes a general partner of the surviving entity has been obtained pursuant to Florida Statutes section 620.202(2).

5. The merger shall be effective upon the filing of these Articles of Merger by the Secretary of State of Florida.

THOMPSON PROPERTY MANAGEMENT CORPORATION, as sole general partner of and on behalf of each of the following Florida limited partnerships: BELLWOOD PARTNERS, LTD., SOUTHEASTERN FUNDING PARTNERS, LTD., MONTEOCHA PARTNERS, LTD. and VILLAGWOOD PARTNERS, LTD.

By:   
C. Frederick Thompson, President

June 1, 2000

FILED  
00 JUN 23 AM 10:47  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA



**EXHIBIT "A"**

**PLAN OF MERGER OF PARTNERSHIPS**

This Plan of Merger is intended to comply with the provisions of Florida Statutes section 620.201 (1999):

1. The following partnerships, all of which are domestic limited partnerships organized under Florida law, intend to merge  
BELLWOOD PARTNERS, LTD.

SOUTHEASTERN FUNDING PARTNERS, LTD.

MONTEOCHA PARTNERS, LTD.

VILLAGWOOD PARTNERS, LTD.

2. SOUTHEASTERN FUNDING PARTNERS, LTD, shall be the surviving entity.

3. The merger shall take place upon filing of the Articles of Merger by the Secretary of State of Florida.

4. Since each interest in each partnership involved in the merger is already held by the same persons in the same ratios, the manner and basis of converting partnership interests of each of the partnerships that is a party to the merger into partnership interests of the surviving entity shall simply be that the partnership interests of the partners of the partnerships which are merging into the surviving entity will terminate at the time of the merger. There are no outstanding rights to acquire partnership interests.

5. The name and address of the sole general partner of the surviving entity is THOMPSON PROPERTY MANAGEMENT CORPORATION, a Florida corporation, whose address is 104 N. Main Street, Suite 300, Gainesville, FL 32601.

6. The partnership agreement of the surviving entity shall not be affected by the merger.

**FILED**  
00 JUN 23 AM 10:47  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA