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To:

Division of Corporations

Fax Number : (850)205-0380

Account Name : WILLIAMS, PARKER, HARRISON, DIETZ & GETZEN, P.A.

Account Number : 072720000266

Phone : (941)366-4800

Fax Number : (941)552-5559

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MERGER OR SHARE EXCHANGE

FIRST STREET ASSOCIATES, LTD.

Certificate of Status	1
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Page Count	1
Estimated Charge	\$175.00

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**CERTIFICATE OF MERGER OF
MED PLAZA, LLC, AND MED PLAZA II, LLC,
INTO
FIRST STREET ASSOCIATES, LTD.**

FIRST STREET ASSOCIATES, LTD., a Florida limited partnership ("First Street"), hereby delivers to the Florida Department of State for filing the following Certificate of Merger for the merger of Med Plaza, LLC, a Florida limited liability company ("Med Plaza"), and Med Plaza II, LLC ("Med Plaza II"), with and into First Street. First Street shall be the surviving business entity.

1. A true copy of the Plan of Merger is attached hereto as Exhibit "A."
2. The foregoing Plan of Merger was approved by Med Plaza and Med Plaza II in accordance with Section 608.4381, Florida Statutes.
3. The foregoing Plan of Merger was approved by First Street in accordance with Section 620.2107, Florida Statutes.
4. The effective date of the merger is the date this Certificate of Merger is filed with the Department of State ("Effective Date").

IN WITNESS WHEREOF, this Certificate of Merger has been executed and delivered by the constituent business entities as of the Effective Date.

FIRST STREET ASSOCIATES, LTD.,

a Florida limited partnership

By: **Getzen Management Company,**
a Florida corporation
As its General Partner

By: 
William E. Getzen
As its President

MED PLAZA, LLC,

a Florida limited liability company

By: **First Street Associates, Ltd.,**
a Florida limited partnership
As its Member

By: **Getzen Management Company,**
a Florida corporation
As its General Partner

By: 
William E. Getzen
As its President

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MED PLAZA II, LLC,

a Florida limited liability company

By: First Street Associates, Ltd.,
a Florida limited partnership,
As its Member

By: Getzen Management Company,
a Florida corporation
As its General Partner

By: 
William E. Getzen
As its President

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EXHIBIT A**PLAN OF MERGER
OF MED PLAZA, LLC, AND MED PLAZA II, LLC,
WITH AND INTO
FIRST STREET ASSOCIATES, LTD.**

Med Plaza, LLC, a Florida member-managed limited liability company, Med Plaza II, LLC, a Florida member-managed limited liability company, and First Street Associates, Ltd., a Florida limited partnership, hereby adopt and approve the following plan as the Plan of Merger required by Sections 608.438 and 620.2106, Florida Statutes. The terms of the plan are as follows:

1. The names of the business entities planning to merge are Med Plaza, LLC, a Florida member-managed limited liability company ("Med Plaza"), Med Plaza II, LLC, a Florida member-managed limited liability company ("Med Plaza II"), and First Street Associates, Ltd., a Florida limited partnership ("First Street"). As a result of the merger, Med Plaza and Med Plaza II shall be merged with and into First Street. First Street shall be the surviving business entity.

2. The merger shall be effective on the date the Certificate of Merger is filed with the Florida Department of State (the "Effective Date").

3. As a result of the merger, the membership interests of the members of Med Plaza and Med Plaza II shall be cancelled. The members of Med Plaza and Med Plaza II shall have no rights to acquire partnership interests in First Street. No charge shall occur in the partnership interests of First Street.

4. The name and address of the Member for Med Plaza is First Street Associates, Ltd., a Florida limited partnership, 8871 Fishermans Bay Drive, Sarasota, Florida 34231.

5. The name and address of the Member for Med Plaza II is First Street Associates, Ltd., a Florida limited partnership, 8871 Fishermans Bay Drive, Sarasota, Florida 34231.

6. The name and address of the General Partner for First Street is Getzen Management Company, a Florida corporation, 8871 Fishermans Bay Drive, Sarasota, Florida 34231. The name and address of the Limited Partner for First Street is Getzen Family Partnership, Ltd., a Florida limited partnership, 8871 Fishermans Bay Drive, Sarasota, Florida 34231.

7. This plan shall be submitted to the Member of Med Plaza, the Member of Med Plaza II, and the Partners of First Street for approval.

8. The Member of Med Plaza, the Member of Med Plaza II, and the Partners of First Street are hereby authorized to amend this plan at any time prior to the filing of the Certificate of Merger, to the extent permitted by law.

9. There are no other terms of or conditions to the merger.

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