

A980000002450

C J Communities, Inc.

P.O. Box 369

Bonita Springs, Florida 34133.0369

(Address)

(Address)

(City/State/Zip/Phone #)

☐

PICK-UP

☐

WAIT

☐

MAIL

(Business Entity Name)

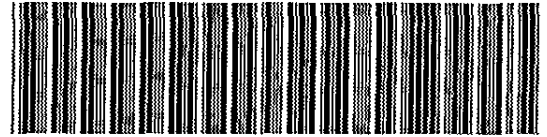
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CLERK OF COURT
CLERK OF COURT

JB
11-13-02



November 8, 2002

Florida Department of State
Divisions of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

Subject: Merger Documents.

Dear Mr. Brumbley:

Enclosed please find the corrected documents for the merger of Coral Cove, Ltd. Your cover letter states that our check in the amount of \$166.25 was enclosed, but was not. I followed up with your Registration Office and found it was deposited. I also checked with our bank and it has cleared. Therefore, please resubmit the enclosed paperwork.

Thank you for your help on this matter.

Sincerely,

Linda Andreis
Administrative Director

239-992-8833

02 NOV 12 PM 12:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

AND
FILED



FLORIDA DEPARTMENT OF STATE

Jim Smith
Secretary of State

November 5, 2002

CJ COMMUNITIES, INC.
P.O. BOX 369
BONITA SPRINGS, FL 34133-0369

SUBJECT: CORAL COVE, LTD.
Ref. Number: A98000002450

We have received your document for CORAL COVE, LTD. and check(s) totaling \$166.25. However, your check(s) and document are being returned for the following:

The articles of merger state that CORAL COVE, LTD. is the survivor, however, the plan of merger states that CORAL COVE II, LTD. is the survivor. Please correct the document.

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) 245-6025.

Trevor Brumbley
Document Specialist

Letter Number: 702A00060425

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

02 NOV 12 PM 12:01

APPROVED
AND
FILED

ARTICLES OF MERGER
Merger Sheet

MERGING:

CORAL COVE II, LTD., A FLORIDA ENTITY, A99000001160

INTO

CORAL COVE, LTD., a Florida entity, A98000002450

File date: November 12, 2002

Corporate Specialist: Trevor Brumbley

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF MERGER

The following articles of merger are being submitted in accordance with section(s) 607.1109, 608.4382, and/or 620.203, Florida Statutes.

FIRST: The exact name, street address of its principal office, jurisdiction, and entity type for each merging party are as follows:

<u>Name and Street Address</u>	<u>Jurisdiction</u>	<u>Entity Type</u>
1. <u>Coral Cove, Ltd.</u> <u>3645 Bonita Beach Rd.</u> <u>Suite 3</u> <u>Bonita Springs, FL. 34134</u>	<u>Lee County Florida</u>	<u>Limited Partnership</u>
Florida Document/Registration Number: <u>A98000002450</u>		FEI Number: <u>59-3537985</u>
2. <u>Coral Cove II, Ltd.</u> <u>3645 Bonita Beach Rd.</u> <u>Suite 3</u> <u>Bonita Springs, FL. 34134</u>	<u>Lee County Florida</u>	<u>Limited Partnership</u>
Florida Document/Registration Number: <u>A99000001160</u>		FEI Number: <u>59-3586155</u>
3. _____ _____ _____ _____	_____	_____
Florida Document/Registration Number: _____		FEI Number: _____
4. _____ _____ _____ _____	_____	_____
Florida Document/Registration Number: _____		FEI Number: _____

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

(Attach additional sheet(s) if necessary)

SECOND: The exact name, street address of its principal office, jurisdiction, and entity type of the surviving party are as follows:

<u>Name and Street Address</u>	<u>Jurisdiction</u>	<u>Entity Type</u>
Coral Cove, Ltd. 3645 Bonita Beach Rd. Suite 3 Bonita Springs, FL. 34134	Lee County Florida	Limited Partnership
Florida Document/Registration Number: A98000002450		FEI Number: 59-3537985

THIRD: The attached Plan of Merger meets the requirements of section(s) 607.1108, 608.438, 617.1103, and/or 620.201, Florida Statutes, and was approved by each domestic corporation, limited liability company, partnership and/or limited partnership that is a party to the merger in accordance with Chapter(s) 607, 617, 608, and/or 620, Florida Statutes.

FOURTH: If applicable, the attached Plan of Merger was approved by the other business entity(ies) that is/are party(ies) to the merger in accordance with the respective laws of all applicable jurisdictions.

FIFTH: If not incorporated, organized, or otherwise formed under the laws of the state of Florida, the surviving entity hereby appoints the Florida Secretary of State as its agent for substitute service of process pursuant to Chapter 48, Florida Statutes, in any proceeding to enforce any obligation or rights of any dissenting shareholders, partners, and/or members of each domestic corporation, partnership, limited partnership and/or limited liability company that is a party to the merger.

SIXTH: If not incorporated, organized, or otherwise formed under the laws of the state of Florida, the surviving entity agrees to pay the dissenting shareholders, partners, and/or members of each domestic corporation, partnership, limited partnership and/or limited liability company that is a party to the merger the amount, if any, to which they are entitled under section(s) 607.1302, 620.205, and/or 608.4384, Florida Statutes.

SEVENTH: If applicable, the surviving entity has obtained the written consent of each shareholder, member or person that as a result of the merger is now a general partner of the surviving entity pursuant to section(s) 607.1108(5), 608.4381(2), and/or 620.202(2), Florida Statutes.

EIGHTH: The merger is permitted under the respective laws of all applicable jurisdictions and is not prohibited by the agreement of any partnership or limited partnership or the regulations or articles of organization of any limited liability company that is a party to the merger.

The date the Articles of Merger are filed with Florida Department of State

OR

N/A

(Enter specific date. NOTE: Date cannot be prior to the date of filing.)

TENTH: The Articles of Merger comply and were executed in accordance with the laws of each party's applicable jurisdiction.

ELEVENTH: SIGNATURE(S) FOR EACH PARTY:

(Note: Please see instructions for required signatures.)

[illegible]

(Attach additional sheet(s) if necessary)

PLAN OF MERGER

The following plan of merger, which was adopted and approved by each party to the merger in accordance with section(s) 607.1107, 617.1103, 608.4381, and/or 620.202, is being submitted in accordance with section(s) 607.1108, 608.438, and/or 620.201, Florida Statutes.

FIRST: The exact name and jurisdiction of each merging party are as follows:

<u>Name</u>	<u>Jurisdiction</u>
Coral Cove, Ltd 3645 Bonita Beach Rd. Suite 3 Bonita Springs, FL. 34134	Lee County Florida
Coral Cove II, Ltd. 3645 Bonita Beach Rd. Suite 3 Bonita Springs, FL 34134	Lee County Florida

SECOND: The exact name and jurisdiction of the surviving party are as follows:

<u>Name</u>	<u>Jurisdiction</u>
Coral Cove, Ltd. A98660002450 3645 Bonita Beach Rd. Suite 3 Bonita Springs, FL. 34134	Lee County Florida

THIRD: The terms and conditions of the merger are as follows:

Upon the date of the merger, the limited partnership interests in Coral Cove II, Ltd. shall be converted into identical interests in Coral Cove, Ltd.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

(Attach additional sheet(s) if necessary)

FOURTH:

- A. The manner and basis of converting the interests, shares, obligations or other securities of each merged party into the interests, shares, obligations or other securities of the survivor, in whole or in part, into cash or other property are as follows:

Upon the date of merger, the limited partnership interests in Coral Cove II, Ltd. shall be converted into identical interests in Coral Cove, Ltd.

- B. The manner and basis of converting rights to acquire interests, shares, obligations or other securities of each merged party into rights to acquire interests, shares, obligations or other securities of the surviving entity, in whole or in part, into cash or other property are as follows:

N/A

(Attach additional sheet(s) if necessary)

FIFTH: If a partnership or limited partnership is the surviving entity, the name(s) and address(es) of the general partner(s) are as follows:

Name(s) and Address(es) of General Partner(s)

Coral Cove, Inc.
3645 Bonita Beach Rd.
Suite 3
Bonita Springs, FL 34134

If General Partner is a Non-Individual,

Florida Document/Registration Number

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CLERK OF CIRCUIT COURT
JAIL ANASSEE, FLORIDA

SIXTH: If a limited liability company is the surviving entity the name(s) and address(es) of the manager(s)managing members are as follows:

N/A

SEVENTH: All statements that are required by the laws of the jurisdiction(s) under which each Non-Florida business entity that is a party to the merger is formed, organized, or incorporated are as follows:

N/A

EIGHTH: Other provisions, if any, relating to the merger:

N/A

AND
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02 NOV 12 PM 12:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

(Attach additional sheet(s) if necessary)