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Marcie
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R. WHITE

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**MERGER OR SHARE EXCHANGE
APPLE TEN HOSPITALITY OWNERSHIP, INC.**

Certificate of Status	0
Certified Copy	1
Page Count	06
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**Certificate of Merger
For
Florida Limited Liability Company**

The following Certificate of Merger is submitted to merge the following Florida Limited Liability Company(ies) in accordance with s. 608.4382, Florida Statutes.

FIRST: The exact name, form/entity type, and jurisdiction for each merging party are as follows:

<u>Name</u>	<u>Jurisdiction</u>	<u>Form/Entity Type</u>
Sunbell-RDF, LLC	Florida	limited liability company

SECOND: The exact name, form/entity type, and jurisdiction of the surviving party are as follows:

<u>Name</u>	<u>Jurisdiction</u>	<u>Form/Entity Type</u>
Apple Ten Hospitality Ownership, Inc.	Virginia	corporation

THIRD: The attached plan of merger was approved by each domestic corporation, limited liability company, partnership and/or limited partnership that is a party to the merger in accordance with the applicable provisions of Chapters 607, 608, 617, and/or 620, Florida Statutes.

FOURTH: The attached plan of merger was approved by each other business entity that is a party to the merger in accordance with the applicable laws of the state, country or jurisdiction under which such other business entity is formed, organized or incorporated.

FIFTH: If other than the date of filing, the effective date of the merger, which cannot be prior to nor more than 90 days after the date this document is filed by the Florida Department of State:

Effective December 14, 2014

SIXTH: If the surviving party is not formed, organized or incorporated under the laws of Florida, the survivor's principal office address in its home state, country or jurisdiction is as follows:

814 E. Main Street, Richmond, VA 23219

SEVENTH: If the survivor is not formed, organized or incorporated under the laws of Florida, the survivor agrees to pay to any members with appraisal rights the amount, to which such members are entitled under ss.608.4351-608.43595, F.S.

EIGHTH: If the surviving party is an out-of-state entity not qualified to transact business in this state, the surviving entity:



a.) Lists the following street and mailing address of an office, which the Florida Department of State may use for the purposes of s. 48.181, F.S., are as follows:

Street address: _____

Mailing address: _____

b.) Appoints the Florida Secretary of State as its agent for service of process in a proceeding to enforce obligations of each limited liability company that merged into such entity, including any appraisal rights of its members under ss.608.4351-608.43595, Florida Statutes.

NINTH: Signature(s) for Each Party:

Name of Entity/Organization:	Signature(s):	Typed or Printed Name of Individual:
Sunbelt-RDF, LLC		David Buckley, VP of managing member
Apple Ten Hospitality Ownership, Inc.		David Buckley, VP

- Corporations: Chairman, Vice Chairman, President or Officer
(If no directors selected, signature of incorporator.)
- General partnerships: Signature of a general partner or authorized person
- Florida Limited Partnerships: Signatures of all general partners
- Non-Florida Limited Partnerships: Signature of a general partner
- Limited Liability Companies: Signature of a member or authorized representative

<u>Fees:</u> For each Limited Liability Company:	\$25.00
For each Corporation:	\$35.00
For each Limited Partnership:	\$52.50
For each General Partnership:	\$25.00
For each Other Business Entity:	\$25.00

Certified Copy (optional): \$30.00

Exhibit A

PLAN OF MERGER

Sunbelt-RDF, LLC
a Florida limited liability company
Into
Apple Ten Hospitality Ownership, Inc.
a Virginia corporation

1. Names and Jurisdictions. Set forth below are the names of each party (a "Party" and together the "Parties") to this Agreement and Plan of Merger and the jurisdiction of formation with respect to each Party:

Survivor: Apple Ten Hospitality Ownership, Inc.
a Virginia corporation

Non-Survivor: Sunbelt-RDF, LLC
a Florida limited liability company

2. Terms and Conditions of the Merger.

A. General. Sunbelt-RDF, LLC (the "LLC") shall merge with and into Apple Ten Hospitality Ownership, Inc. (the "Corporation") in accordance with this Plan of Merger (the "Merger"). The Corporation shall be the surviving entity of the Merger.

B. State Filings. To effectuate the Merger, each of the Parties shall cause appropriate state filings to be made with State Corporation Commission of Virginia ("SCC") and the Florida Division of Corporations.

C. Effective Date and Time. The Merger shall become effective December 15, 2014 (the "Effective Time").

3. Effect on Interests. At the Effective Time, each membership interest in the LLC shall be cancelled. Each share in the Corporation shall not be changed or converted and shall continue to be issued and outstanding. There shall be no consideration for the cancellation of the membership interests in the LLC.

4. Other Provisions Relating to the Merger. Each Party shall authorize and instruct its partners, managers, employees and representatives (as applicable) to take such actions, and to make such filings, as may be necessary or appropriate to effectuate or evidence the Merger.


(Plan of Merger - Filing)

DATED: December 11, 2014

WITNESS the following signatures:

Corporation:

Apple Ten Hospitality Ownership, Inc.
a Virginia corporation

By: 
David P. Buckley, Vice President

LLC:

Sunbelt-RDF, LLC
a Florida limited liability company

By: Apple Ten Hospitality Ownership, Inc.
Its: Managing Member

By: 
David P. Buckley, Vice President