

# G80210

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(Address)

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(City/State/Zip/Phone #)

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(Business Entity Name)

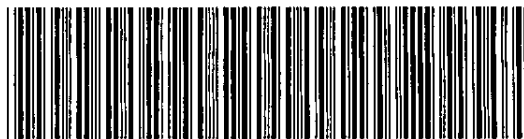
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DATE: 5-2-16

WALK IN

ENTITY NAME: The Regency Organization, Inc.

**\*\*PLEASE FILE THE ATTACHED AND RETURN:\*\***

       Plain Copy

X Certified Copy

**\*\*PLEASE OBTAIN THE FOLLOWING FOR THE ABOVE ENTITY:\*\***

Document Number: \_\_\_\_\_

       Certified Copy of Arts & Amendments

       Certificate of Good Standing

**\*\*APOSTILLE/NOTARIAL CERTIFICATION:\*\***

COUNTRY OF DESTINATION \_\_\_\_\_

NUMBER OF CERTIFICATES REQUESTED \_\_\_\_\_

TOTAL AMOUNT OWED: 140

CHECK NUMBER: 2450

PLEASE CONTACT TINA AT 850-508-1891 FOR ANY PROBLEMS OR INFORMATION ON THIS MATTER.

Thank you!

*Tina Goff, President*

ARTICLES OF MERGER  
OF

16 MAY -2 AM 8:33

RYLAND COMMUNITIES, INC.,  
a Florida corporation,

535661

CALATLANTIC HOMES OF INDIANA, INC.,  
a Delaware corporation,

THE REGENCY ORGANIZATION, INC.,  
a Florida corporation,

680210

and

RYLAND ORGANIZATION COMPANY,  
a California corporation

April 29, 2016

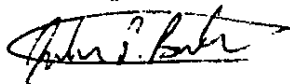
The following Articles of Merger are submitted to merge the following corporations in accordance with Florida Statutes 607.1105:

- First: The names of the entities that are parties to the merger (each a "Constituent Corporation") are Ryland Communities, Inc., a Florida corporation, CalAtlantic Homes of Indiana, Inc., a Delaware corporation, Ryland Organization Company, a California corporation, and The Regency Organization, Inc., a Florida corporation.
- Second: The Regency Organization, Inc., a Florida corporation, shall be the surviving entity.
- Third: Attached hereto as Exhibit A is an Agreement and Plan of Merger entered into by each of the Constituent Corporations.
- Fourth: The Plan of Merger was approved by each of Ryland Communities, Inc. and The Regency Organization, Inc. in accordance with the applicable provisions of Chapter 607 of the Florida Business Corporation Act and by Ryland Organization Company and CalAtlantic Homes of Indiana, Inc. in accordance with the applicable laws of the respective state under which each such entity was incorporated.

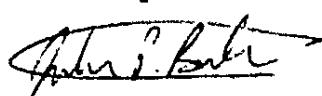
[SIGNATURE PAGE FOLLOWS]

IN WITNESS WHEREOF, the undersigned has set his hand as of the date first written above.

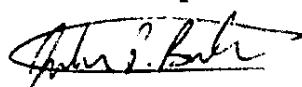
**RYLAND COMMUNITIES, INC.,**  
a Florida corporation

By:   
John P. Babel  
Secretary

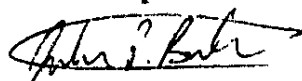
**CALATLANTIC HOMES OF INDIANA, INC.,**  
a Delaware corporation

By:   
John P. Babel  
Secretary

**RYLAND ORGANIZATION COMPANY,**  
a California corporation

By:   
John P. Babel  
Secretary

**THE REGENCY ORGANIZATION, INC.,**  
a Florida corporation

By:   
John P. Babel  
Secretary

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**EXHIBIT A**

16 MAY -2 AM 8:33

**AGREEMENT AND PLAN OF MERGER AMONG**

**RYLAND COMMUNITIES, INC.**  
(a Florida corporation),

**CALATLANTIC HOMES OF INDIANA, INC.**  
(a Delaware corporation)

and

**RYLAND ORGANIZATION COMPANY**  
(a California corporation)

**WITH AND INTO**

**THE REGENCY ORGANIZATION, INC.**  
(a Florida corporation)

This AGREEMENT AND PLAN OF MERGER (this "Agreement of Merger") is entered into on April 29, 2016, by and among Ryland Communities, Inc., a Florida corporation ("Ryland Communities"), CalAtlantic Homes of Indiana, Inc., a Delaware corporation ("CalAtlantic Homes"), Ryland Organization Company, a California corporation ("Ryland Organization"), and The Regency Organization, Inc., a Florida corporation ("Regency Organization").

WHEREAS, Ryland Communities was incorporated by the filing of its Articles of Incorporation with the Secretary of State of the State of Florida on May 25, 1977; and

WHEREAS, CalAtlantic Homes was incorporated by the filing of its Certificate of Incorporation with the Secretary of State of the State of Delaware on October 15, 2015; and

WHEREAS, Ryland Organization Company was incorporated by the filing of its Articles of Incorporation with the Secretary of State of the State of California on May 24, 2001; and

WHEREAS, Regency Organization was incorporated by the filing of its Articles of Incorporation with the Secretary of State of the State of Florida on January 25, 1984; and

WHEREAS, the parties deem it advisable to merge Ryland Communities, CalAtlantic Homes and Ryland Organization with and into Regency Organization pursuant to the provisions of the Delaware General Corporation Law, the General Corporation Law of California, and the Florida Business Corporation Act, upon the terms and conditions hereinafter set forth.

NOW, THEREFORE, in consideration of the premises and of the mutual agreements contained herein and other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, the parties hereby agree as follows:

**1. Merger; Effective Time**

Ryland Communities, CalAtlantic Homes, Ryland Organization and Regency Organization shall be merged with and into a single entity, with Regency Organization being the surviving entity (the "Merger") from the after the Effective Time (as hereinafter defined) of the Merger, and thereupon the separate existence of each of Ryland Communities, CalAtlantic Homes and Ryland Organization shall cease. When used in this Agreement of Merger, the term "Effective Time" shall mean the date and time of filing of the Articles of Merger (as defined below) with the Secretary of State of the State of Florida.

**2. Articles of Incorporation**

The Articles of Incorporation of Regency Organization shall continue to be the Articles of Incorporation of the surviving entity until amended as therein provided.

**3. Bylaws**

The bylaws of Regency Organization shall continue to be the bylaws of the surviving entity until amended as therein provided.

**4. Directors and Officers**

The directors and officers in office of Regency Organization at the Effective Time shall be the members of the Board of Directors and the officers of the surviving entity, all of whom shall hold their directorships and offices until the election and qualification of their respective successors or until their tenure is otherwise terminated in accordance with the bylaws of the surviving entity.

**5. Capital Stock**

From and after the Effective time of the Merger, (i) each issued and outstanding share of common stock of Regency Organization shall remain issued and outstanding, and (ii) each issued and outstanding share of common stock of each of Ryland Communities, CalAtlantic Homes and Ryland Organization immediately prior to the Merger shall automatically be cancelled.

**6. Effects of the Merger**

The Merger shall have the effects set forth in Section 259 of the Delaware General Corporation Law, Section 1107 of the General Corporation Law of California, and Section 607.1106 of the Florida Business Corporation Act. Without limiting the generality of the foregoing, and subject thereto, at the Effective Time, all of the property, rights, privileges, powers and franchises of Ryland Communities, CalAtlantic Homes and Ryland Organization shall rest in the surviving entity, and all debts, liabilities and duties of Ryland Communities, CalAtlantic Homes and Ryland Organization shall become the debts, liabilities and duties of the surviving entity.

**7. Termination**

At any time prior to the Effective Time, this Agreement of Merger may be terminated and the Merger abandoned for any reason whatsoever by the parties hereto.

**8. Third Party Beneficiaries**

This Agreement of Merger is not intended to confer any rights or benefits upon any person or entity not a party hereto.

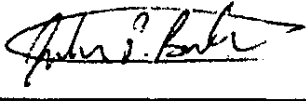
**9. Governing Law**

This Agreement of Merger shall be interpreted, construed and governed by Florida law, without regards to its conflicts of law principles.


[Signature page follows]

IN WITNESS WHEREOF, the undersigned has set his hand as of the date first written above:

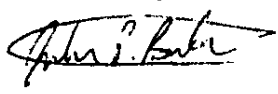
**RYLAND COMMUNITIES, INC.,**  
a Florida corporation

By:   
\_\_\_\_\_  
John P. Babel  
Secretary

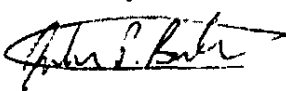
**CALATLANTIC HOMES OF INDIANA, INC.,**  
a Delaware corporation

By:   
\_\_\_\_\_  
John P. Babel  
Secretary

**RYLAND ORGANIZATION COMPANY,**  
a California corporation

By:   
\_\_\_\_\_  
John P. Babel  
Secretary

**THE REGENCY ORGANIZATION, INC.,**  
a Florida corporation

By:   
\_\_\_\_\_  
John P. Babel  
Secretary

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