



ACCOUNT NO. : 072100000032  
REFERENCE : 599699 4338458  
AUTHORIZATION : *Patricia Pizito*  
COST LIMIT : \$ 60.00

ORDER DATE : February 23, 2000

ORDER TIME : 12:56 PM

ORDER NO. : 599699-005

CUSTOMER NO: 4338458

300003146293--7

CUSTOMER: Ms. Cherryl Kirby  
Ocwen Financial Corporation  
The Forum  
1675 Palm Beach Lakes Blvd.  
West Palm Beach, FL 33401

ARTICLES OF MERGER

OAIC-COMMERCIAL ASSETS, INC.

INTO

OAIC ACQUISITION LLC

APPROVED  
AND  
FILED  
COTTON, AL 8:13  
FEB 24 2000  
CLERK OF JUDGE  
JAMES W. WILSON

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

\_\_\_\_ CERTIFIED COPY  
XX PLAIN STAMPED COPY

CONTACT PERSON: Janine Lazzarini

EXAMINER'S INITIALS:

*JP*  
RECEIVED  
00 FEB 24 PM 1:41  
DEPT. OF STATE  
DIVISION OF CORPORATE AFFAIRS  
WASHINGTON, D.C. 20540

ARTICLES OF MERGER  
Merger Sheet

-----  
MERGING:

OAIC-COMMERCIAL ASSETS, INC., a Florida corporation, P00000004807

into

**OAIC ACQUISITION LLC which changed its name to OAIC COMMERCIAL  
ASSETS LLC, a Florida entity L00000001689**

File date: February 24, 2000

Corporate Specialist: Trevor Brumbley

Account number: 072100000032

Account charged: 60.00

Division of Corporations - P.O. BOX 6327 -Tallahassee, Florida 32314



## 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. OAIC-Commercial Assets, Inc. 1675 Palm Beach Lakes Blvd., Suite 10A West Palm Beach, FL 33401	Florida	Corporation

Florida Document/Registration Number: P00000004807 FEI Number:

2.

Florida Document/Registration Number: FEI Number:

3.

Florida Document/Registration Number: FEI Number:

4.

Florida Document/Registration Number: FEI Number:

(Attach additional sheet(s) if necessary)

APPROVED  
AND  
FILED  
00 FEB 23 04 04:43  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**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>
OAIC Acquisition LLC (renamed OAIC Commercial Assets LLC)	Florida	LLC
1675 Palm Beach lakes Blvd., Suite 10A		
West Palm Beach, FL 33401		

Florida Document/Registration Number: L00000001689 FEI Number: \_\_\_\_\_

**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.

RECEIVED  
AND  
FILED  
OFFICE OF THE  
SECRETARY OF STATE  
JAN 14 2014  
TALLAHASSEE, FLORIDA

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

N/A

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

(Note: Please see instructions for required signatures.)

Name of EntitySignature(s)

Typed or Printed Name of Individual

OAIC-Commercial Assets, Inc

John R. Erbey

Senior Managing Director and  
Secretary

OAIC Acquisition LLC

(renamed OAIC Commercial Assets LLC)

John R. Erbey

Senior Managing Director and  
Secretary

(Attach additional sheet(s) if necessary)

APPROVED  
AND  
FILED  
NOV 22 1963  
SECRET  
MAIL ROOM

## 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>
OAIC-Commercial Assets, Inc.	Florida

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

<u>Name</u>	<u>Jurisdiction</u>
OAIC Acquisition LLC (renamed "OAIC Commercial Assets LLC", please see THIRD below)	Florida

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

See attached "Exhibit A"

APPROVED  
AND  
FILED  
OCT 24, 2018  
CLERK OF COURT  
JANUARY 16, 2019

*(Attach additional sheet(s) if necessary)*

## EXHIBIT A

- A. At the effective time of the merger as provided by Article Ninth of the Articles of Merger (the "Effective Time"), the merging party shall be merged with and into the surviving party, the separate existence of the merging party shall cease, the surviving party shall continue in existence, and the merger shall in all respects have the effects provided for under Florida law. If at any time after the Effective Time the surviving party shall consider or be advised that any further assignments, conveyances or assurances in law are necessary or desirable to carry out the provisions hereof, the proper officers, directors or other agents of the surviving party shall execute and deliver any and all proper deeds, assignments and assurances in law, and do all such additional things, as are necessary or proper to carry out the provisions hereof.
- B. From and after the Effective Time, and until thereafter amended as provided by law, the Articles of Organization of OAIC Acquisition LLC as in effect immediately prior to the Effective Time shall be the Articles of Organization of the surviving party, except that Article I shall be amended to read in its entirety as follows: "The name of the Limited Liability Company is: OAIC Commercial Assets LLC".

APPROVED  
AND  
FILED  
00 FEB 24 11 34 AM  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**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:

All of the outstanding shares of the merged party shall be cancelled and, if applicable, returned and shall cease to exist, without any conversion thereof into membership interests in the surviving party.

- 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:

*(Attach additional sheet(s) if necessary)*

APPROVED  
AND  
FILED  
00 FEB 24 11 06 43  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**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:

If General Partner is a Non-Individual,

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

Florida Document/Registration Number



**SIXTH:** If a limited liability company is the surviving entity and it is to be managed by one or more managers the name(s) and address(es) of the manager(s) are as follows:

William C. Erbey      1675 Palm Beach Lakes Blvd., Suite 10A, West Palm Beach, FL 33401

**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:

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

APPROVED  
AND  
FILED  
00 FEB 26 AM 8:43  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

*(Attach additional sheet(s) if necessary)*