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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP

WAIT

MAIL

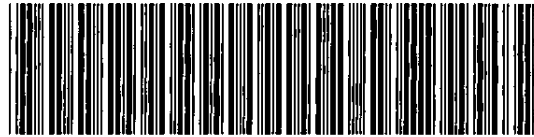
(Business Entity Name)

(Document Number)

Certificates of Status _____

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08 MAY -6 PM 12:41

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**LAW OFFICES OF
JOHN D. SPEAR, P.A.**

9420 BONITA BEACH ROAD
SUITE 100
BONITA SPRINGS, FLORIDA 34135-4515

JOHN D. SPEAR
BOARD CERTIFIED REAL ESTATE ATTORNEY
E-MAIL: spear@johndspear.com

TELEPHONE (239) 947-1102
TOLL FREE (877) 947-1102
FACSIMILE (239) 947-5055
www.JohnDSpear.com

JAMES E. KERR
E-MAIL: kerr@johndspear.com

May 5, 2008

Department of State
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

Re: Corkscrew Village Self Storage, LLC Merger

To Whom It May Concern:

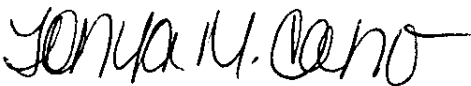
Enclosed please find a Cover Letter, Certificate of Merger, Plan of Merger and check in the amount of \$80.00, which represents your fee to merge the two limited liability companies and a certified copy of the enclosed document.

Should you have any questions or concerns, please do not hesitate to call me directly at (239) 947-1102.

Thank you in advance.

Sincerely,

Law Offices of John D. Spear, P.A.



Tonya M. Cano
For the firm
/tmc

Enclosures

FILED
03 MAY - 6 PM 12:41
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Corkscrew Village Self Storage, LLC
(Name of Surviving Party)

The enclosed Certificate of Merger and fee(s) are submitted for filing.

Please return all correspondence concerning this matter to:

John D. Spear

(Contact Person)

Law Offices of John D. Spear, P.A.

(Firm/Company)

9420 Bonita Beach Rd Ste. 100

(Address)

Bonita Springs, FL 34135

(City, State and Zip Code)

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TALLAHASSEE, FLORIDA

For further information concerning this matter, please call:

John D. Spear at (239) 947-1102

(Name of Contact Person)

(Area Code and Daytime Telephone Number)

☒ Certified copy (optional) \$30.00

STREET ADDRESS:

Registration Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

MAILING ADDRESS:

Registration Section
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

CERTIFICATE OF MERGER

Pursuant to the provisions of Section 608.4382 of the Florida Limited Liability Company Act, the undersigned limited liability companies adopt the following Certificate of Merger for the purpose of merging:

1. The names of the limited liability companies which are parties to the within merger are Corkscrew RV, Boat and Vehicle Storage, LLC and Corkscrew Village Self Storage, LLC. Corkscrew Village Self Storage, LLC is the surviving limited liability company.

2. The Plan of Merger attached hereto was approved unanimously by the members and limited liability companies of each of the undersigned limited liability companies in the matter prescribed by the Florida Limited Liability Company Act.

3. The effective date of the merger is March 31, 2008, or the date of filing of this Certificate of Merger, whichever occurs later.

CORKSCREW RV, BOAT AND VEHICLE
STORAGE, LLC, a Florida limited liability company

By: Jim J. Walts
Jim J. Walts, as Manager

MARCH 31, 2008
Date

CORKSCREW VILLAGE SELF STORAGE,
LLC, a Florida limited liability company

By: Jim J. Walts
Jim J. Walts, as Manager

MARCH 31, 2008
Date

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

08 MAY -6 PM 12:41

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STATE OF FLORIDA
COUNTY OF LEE

The foregoing instrument was acknowledged before me this 7th day of April, 2008, by Jim J. Walts, as Manager of Corkscrew RV, Boat and Vehicle Storage, LLC and as Manager of Corkscrew Village Self Storage, LLC, on behalf of said limited liability companies, who [] is personally known to me or who [] has produced driver's license as identification.

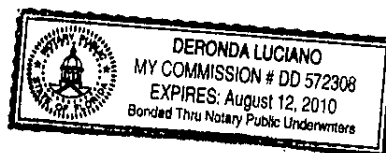
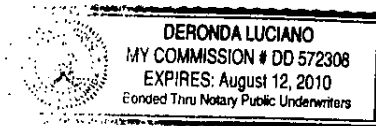
(SEAL)

Deronda Luciano

Notary Public

My Commission Expires: _____

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TALLAHASSEE, FLORIDA



PLAN OF MERGER

This Plan of Merger is dated March 31, 2008 between Corkscrew Village Self Storage, LLC, referred to as the "Surviving LLC", and Corkscrew RV, Boat and Vehicle Storage, LLC, referred to as the "Absorbed LLC".

RECITALS

A. Absorbed LLC is a limited liability company organized and existing under the laws of the State of Florida, with its principal office in Estero, Florida.

B. Absorbed LLC has a capitalization as follows:

<u>Members</u>	<u>Membership Interest</u>
Jim J. Walts	42.5%
Nancy S. Walts	42.5%
Nandonns, Inc.	15%
TOTALS	100%

C. Surviving LLC is a limited liability company organized and existing under the laws of the State of Florida with its principal office in Estero, Florida.

D. Surviving LLC has a capitalization as follows:

<u>Members</u>	<u>Membership Interest</u>
Jim J. Walts	27.5%
Nancy S. Walts	27.5%
Brad A. & Jennifer L. Havemeier	10%
Handmade in the Everglades, Inc.	10%
CAMJ, Inc.	10%
Nandonns, Inc.	15%
TOTALS	100%

E. The Members of the constituent limited liability companies deem it desirable and in the best business interests of the limited liability companies and their members that Absorbed LLC be merged into Surviving LLC pursuant to the provisions of

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Section 608.438 et seq. of the Florida Limited Liability Company Act in order that the transaction qualify as a "reorganization" within the meaning of Section 368(a)(1)(A) of the Internal Revenue Code of 1986, as amended.

In consideration of the mutual covenants, and subject to the terms and conditions set forth below, the constituent corporations agree as follows:

Section One. *Merger.* Absorbed LLC shall merge with and into Surviving LLC.

Section Two. *Terms and Conditions.* On the effective date of the merger, the separate existence of the absorbed limited liability companies shall cease, and the Surviving LLC shall succeed to all the rights, privileges, immunities, and franchises, and all the property, real, personal, and mixed of the Absorbed LLC, without the necessity of any separate transfer. The Surviving LLC shall then be responsible and liable for all liabilities and obligations of the Absorbed LLC, and neither the rights of creditors nor any liens on the property of the Absorbed LLC shall be impaired by the merger.

Section Three. *Conversion of Membership Interests.* As of the effective date of the merger, the Membership Interests of each Member in the Surviving LLC shall be as follows:

<u>Member</u>	<u>Membership Interest Equity</u>
Jim J. Walts	36.8%
Nancy S. Walts	36.8%
Nandonns, Inc.	15%
Brad A. & Jennifer L. Havemeier	3.8%
CAMJ, Inc.	3.8%
Handmade in the Everglades, Inc.	<u>3.8%</u>
TOTALS	100%

The stated capital account of each member shall be as reflected in the respective pre-merger LLC financial statements as of March 31, 2008, as adjusted by the fair market value of the real property owned by each LLC.

Section Four. *Changes in Articles of Organization.* The articles of organization of the Surviving LLC shall continue to be its articles of organization following the effective date of the merger.

Section Five. *Changes in Operating Agreement.* The Operating Agreement of the Surviving LLC shall continue to be its operating agreement following the effective date of the merger.

Section Six. *Managing Member.* The Managing Members of the Surviving LLC as of the effective date of the merger shall be Jim J. Walts.

Section Seven. *Prohibited Transactions.* Neither of the constituent limited liability companies shall, prior to the effective date of the merger, engage in any activity or transaction other than in the ordinary course of business, except that the Absorbed LLC and Surviving LLC may take all action necessary or appropriate under the laws of the State of Florida to consummate this merger.

Section Eight. *Approval by Members and Waiver of Notice.* This plan of merger is approved unanimously by the members of the Absorbed LLC and the Surviving LLC, as evidenced by their signatures below. Each member by executing this Plan of Merger waives the right to notice provided Section 608.4381(3) of the Florida Limited Liability Act.

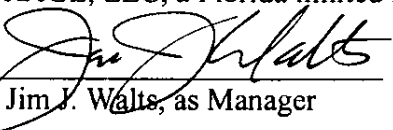
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TALLAHASSEE, FLORIDA

Section Nine. *Effective Date of Merger.* The effective date of this merger shall be at the end of business on March 31, 2008, or the date of filing of the Certificate of Merger with the Secretary of State, whichever occurs later.

Section Ten. *Execution of Agreement.* This plan of merger may be executed in any number of counterparts, and each counterpart shall constitute an original instrument.

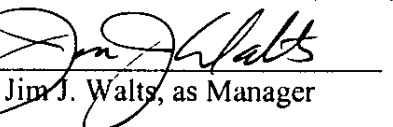
This Plan of Merger is executed by all the Members of the Absorbed LLC and the Surviving LLC on the date or dates indicated.

CORKSCREW RV, BOAT AND VEHICLE
STORAGE, LLC, a Florida limited liability company


By: 
Jim J. Walts, as Manager

03/31/08
Date

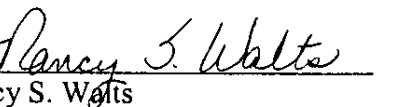
CORKSCREW VILLAGE SELF STORAGE,
LLC, a Florida limited liability company

By: 
Jim J. Walts, as Manager

03/31/08
Date


Jim J. Walts

03/31/08
Date


Nancy S. Walts

3/31/2008
Date

Brad A. Havemeier

Date

Jennifer L. Havemeier

Date

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TALLAHASSEE, FLORIDA
SECRETARY OF STATE

Section Nine. *Effective Date of Merger.* The effective date of this merger shall be at the end of business on March 31, 2008, or the date of filing of the Certificate of Merger with the Secretary of State, whichever occurs later.

Section Ten. *Execution of Agreement.* This plan of merger may be executed in any number of counterparts, and each counterpart shall constitute an original instrument.

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CORKSCREW RV, BOAT AND VEHICLE
STORAGE, LLC, a Florida limited liability company

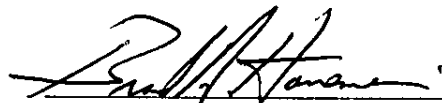
By: _____
Jim J. Walts, as Manager Date


CORKSCREW VILLAGE SELF STORAGE,
LLC, a Florida limited liability company

By: _____
Jim J. Walts, as Manager Date

Jim J. Walts Date

Nancy S. Walts Date


Brad A. Havemeier Date 3-31-08


Jennifer L. Havemeier Date 3/31/08

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TALLAHASSEE, FLORIDA

Plan of Merger
Page 5 of 5

HANDMADE IN THE EVERGLADES,
INC., a Florida corporation

By: 
Frank U. Filzhut, as President

03-31-08
Date

CAMJ, INC., a Florida corporation

By: _____
Carol A. Wiebel, as President

Date

NANDONNS, INC., a Florida corporation

By: _____
Donald B. Bordner, as Director

Date

By: _____
Nancy J. Bordner, as Director

Date

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

HANDMADE IN THE EVERGLADES,
INC., a Florida corporation

By: Frank U. Filzhut, as President

Date

CAMJ, INC., a Florida corporation

By: Carol A. Wiebel
Carol A. Wiebel, as President

3-31-08
Date

NANDONNS, INC., a Florida corporation

By: Donald B. Bordner
Donald B. Bordner, as Director

3-31-08
Date

By: Nancy J. Bordner
Nancy J. Bordner, as Director

3-31-08
Date

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