

L00000002987

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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PICK-UP

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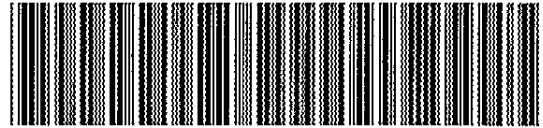
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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Office Use Only



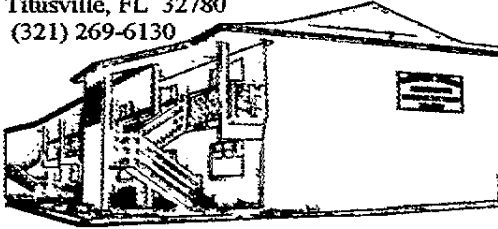
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FILED
2003 JUN -6 AM 10:07
CLERK OF RECORDS
TALLAHASSEE, FLORIDA

J. BRYAN JUN 11 2003

Cornerstone Apartments, LLC
500 Rock Pit Rd.
Titusville, FL 32780
(321) 269-6130



6047 Knights Ridge Way
Alexandria, VA 22310
May 30, 2003

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

RE: Articles of Merger and Plan of Merger for L00000002987

To Whom It May Concern:

Enclosed with this letter are the Articles of Merger and Plan of Merger documents for Cornerstone Apartments, LLC and the associated filing fee of \$50.00. Please update your records to reflect this merger as discussed in the documents.

Please send any correspondence to the current mailing address on file:

Cornerstone Apartments, LLC
ATTN: Greg Lafferty
6047 Knights Ridge Way
Alexandria, VA 22310

Thank you for your assistance in this matter. If you have any questions, please feel free to contact me on my cell (704)-721-6831.

Sincerely,

Greg Lafferty
Cornerstone Apartments, LLC

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DIVISION OF CORPORATIONS
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.

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 JUDICIAL CIRCUIT IN
 TALLAHASSEE, FLORIDA

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. Cornerstone Apartments, LLC 500 Rock Pit Rd. Apt. 1 Titusville, FL 32796	Florida	LLC

Florida Document/Registration Number: L00000002987 FEI Number: 59-3628907

2. Cornerstone Apartments, LLC 5 Blueberry Ridge Asheville, NC 28804	North Carolina	LLC
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Florida Document/Registration Number: N/A FEI Number: N/A

3. _____ _____ _____	_____	_____
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Florida Document/Registration Number: _____ FEI Number: _____

4. _____ _____ _____	_____	_____
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Florida Document/Registration Number: _____ FEI Number: _____

(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:

Name and Street Address

Cornerstone Apartments, LLC

5 Blueberry Ridge

Asheville, NC 28804

Jurisdiction

North Carolina

Entity Type

LLC

Florida Document/Registration Number: N/A

FEI Number: 59-3628907

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.

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TALLAHASSEE, FLORIDA

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TALLAHASSEE, FLORIDA

OR

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.)

(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>
Cornerstone Apartments, LLC	Florida
Cornerstone Apartments, LLC	North Carolina

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TALLAHASSEE, FLORIDA

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

<u>Name</u>	<u>Jurisdiction</u>
Cornerstone Apartments, LLC	North Carolina

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

The surviving entity shall take on and control all aspects of business of the surviving and merging companies, including but not limited to all debts, liabilities, obligations, accounts payable, maintenance and ownership of accounts, management of daily affairs, and ownership of all assets, resources, contracts for services, personal and real property, the Federal ID number of 59-3628907, intangibles, accounts receivable, inventory and rights to enforce, and any other aspect of the business necessary for the daily and long term carrying on of business in the normal course of business. Approval of this Plan of Merger shall be made by all members who have or will have any personal liability as a result of obtaining an interest in the surviving entity.

(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:

Bills of sale of personal property, deeds for real property, transfer of accounts and obligations.

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TALLAHASSEE, FLORIDA

- 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:

Cash will be paid and a receipt given at current market value for any and all such rights.

(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)

N/A

If General Partner is a Non-Individual,
Florida Document/Registration Number

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:

Gregory M. Lafferty
PO Box 1962
Concord, NC 28026-1962

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TALLAHASSEE, FLORIDA

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:

Amendments to the surviving entities Articles of Organization made in connection with this merger are as follows:
NONE

That the plan of merger is to be or has been approved in the manner provided in its Articles of Organization or in its written operating Agreement or, if no provision, by the unanimous consent of its members.

(Attach additional sheet(s) if necessary)