



# L01000005224

ACCOUNT NO. : 072100000032

REFERENCE : 205512 7143749

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE : June 29, 2001

ORDER TIME : 3:48 PM

ORDER NO. : 205512-010

CUSTOMER NO: 7143749

CUSTOMER: Charles E. Muller, Esq  
Muller & Lipson, P.a.  
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Miami, FL 33156

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-07/02/01--01001--025  
\*\*\*\*\*22.50 \*\*\*\*\*22.50

100004452611--8  
-07/02/01--01001--024  
\*\*\*\*157.50 \*\*\*\*\*67.50

ARTICLES OF MERGER

HARLEY-DAVIDSON REALTY, L.C.

INTO

D & D REALTY, L.L.C.

NOT INTENDED  
TO ACKNOWLEDGE  
SUFFICIENCY OF FILING

2001 JUN 29 PM 4: 38

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DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

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CONTACT PERSON: Norma Hull

EXAMINER'S INITIALS:

*BB*  
*1027*

01 JUN 29 AM 11:17  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

APPROVE  
AND  
FILED

ARTICLES OF MERGER  
Merger Sheet

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MERGING:

HARLEY-DAVIDSON REALTY, L.C., A FLORIDA ENTITY, L93000000203

INTO

**D & D REALTY, L.L.C.**, a Florida entity, L01000005224

File date: June 29, 2001

Corporate Specialist: Trevor Brumbley

**Plan and Articles of Merger**

The following constitutes a plan of merger in accordance with Florida Statute §608.438(3) and articles of merger prepared for filing in accordance with Florida Statute §608.4382. In this merger, Harley-Davidson Realty, L.C., a limited liability company formed under the laws of the State of Florida, will merge into D & D Realty, L.L.C., a limited liability company formed under the laws of the State of Florida, which will be the surviving entity.

L93000000203

LD1000005224

**1. Terms and Conditions of Merger.**

The merger shall take effect upon filing these articles of merger with the Secretary of State, State of Florida.

**2. Manner and Basis of Converting Interests of the Members.**

The interests of the members of D & D Realty, L.L.C. will be unchanged by this merger, and the interests of the members of Harley-Davidson Realty, L.C. will be converted upon the effective date into the right to receive cash in the aggregate amount of three dollars. There are no and shall be no continuing rights to acquire interests in either limited liability company.

**3. Articles of Organization and Operating Agreement of the Surviving Entity.**

The surviving entity is D & D Realty, L.L.C., a Florida limited liability company, and its articles of organization and operating agreement will not be changed as a result of this merger. Management of D & D Realty, L.L.C., the surviving entity, is not vested in one or more managers.

**4. Effective Date of the Merger.**

The merger shall be effective on the date of filing the articles of merger with the Secretary of State, State of Florida.

**5. Provision Authorizing Abandonment.**

Neither party to this merger is authorized to abandon the proposed merger.

**6. Approval.**

This plan of merger was approved by each limited liability company in accordance with the applicable provisions of Chapter 608 of the Florida Statutes.

WITNESS our signatures this 29<sup>th</sup> day of June, 2001.

D & D Realty, L.L.C.

Harley-Davidson Realty, L.C.

By: Peterson Enterprises of Dade, Inc., its Manager

By: Philip S. Peterson  
Philip S. Peterson, its President

By: Philip S. Peterson  
Philip S. Peterson, its President

01 JUN 29 AM 11:17  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
APPROVED  
AND  
FILED