

6/17 JUN 17 2016 5:05 PM JONES, FOSTER 561 650 0435 Corporations NO. 4360 P. 1

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Florida Department of State
Division of Corporations
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Account Number : 076077003231
Phone : (561)650-0471
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****Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.****

Email Address: SMulvey@quailvalleygolfclub.com

MERGER OR SHARE EXCHANGE

Quail Valley, LLC

Certificate of Status	0
Certified Copy	1
Page Count	02
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#80.00

Merger

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JUN. 17. 2016 5:06PM

JONES FOSTER 561 650 0435

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**Articles of Merger
For
Florida Limited Liability Company**

The following Articles of Merger is submitted to merge the following Florida Limited Liability Company(ies) in accordance with s. 605.1025, Florida Statutes.

FIRST: The exact name, form/entity type, and jurisdiction for each merging party are as follows:

<u>Name</u>	<u>Jurisdiction</u>	<u>Form/Entity Type</u>
One Royal Palm Point, LLC	Florida	limited liability company

614-149365

SECOND: The exact name, form/entity type, and jurisdiction of the surviving party are as follows:

<u>Name</u>	<u>Jurisdiction</u>	<u>Form/Entity Type</u>
Quail Valley, LLC	Florida	limited liability company

LOI-15830

THIRD: The merger was approved by each domestic merging entity that is a limited liability company in accordance with ss.605.1021-605.1026; by each other merging entity in accordance with the laws of its jurisdiction; and by each member of such limited liability company who as a result of the merger will have interest holder liability under s.605.1023(1)(b).

FILED
16 JUN 17 AM 9:30
CLERK OF STATE
TALLAHASSEE, FLORIDA

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FOURTH: Please check one of the boxes that apply to surviving entity: (if applicable)

- ☒ This entity exists before the merger and is a domestic filing entity, the amendment, if any to its public organic record are attached.
- ☐ This entity is created by the merger and is a domestic filing entity, the public organic record is attached.
- ☐ This entity is created by the merger and is a domestic limited liability limited partnership or a domestic limited liability partnership, its statement of qualification is attached.
- ☐ This entity is a foreign entity that does not have a certificate of authority to transact business in this state. The mailing address to which the department may send any process served pursuant to s. 605.0117 and Chapter 48, Florida Statutes is:
- _____
- _____
- _____

FIFTH: This entity agrees to pay any members with appraisal rights the amount, to which members are entitled under ss.605.1006 and 605.1061-605.1072, F.S.

SIXTH: If other than the date of filing, the delayed effective date of the merger, which cannot be prior to nor more than 90 days after the date this document is filed by the Florida Department of State:

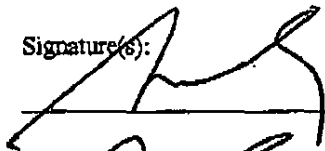
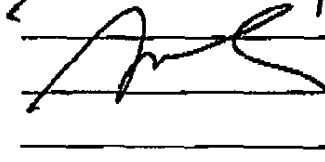
Note: If the date inserted in this block does not meet the applicable statutory filing requirements, this date will not be listed as the document's effective date on the Department of State's records.

SEVENTH: Signature(s) for Each Party:

Name of Entity/Organization:

One Royal Palm Point, LLC, By Pinnacle Golf II
Corp, its Manager

Signature(s):



Typed or Printed
Name of Individual:

Stephen W. Mulvey, President

Quail Valley, LLC, By Pinnacle Golf, LLC,
its Manager

Stephen W. Mulvey, its
Managing Member

Corporations:

Chairman, Vice Chairman, President or Officer
(If no directors selected, signature of incorporator.)

General partnerships:

Signature of a general partner or authorized person

Florida Limited Partnerships:

Signatures of all general partners

Non-Florida Limited Partnerships:

Signature of a general partner

Limited Liability Companies:

Signature of an authorized person

Fees: For each Limited Liability Company:
For each Limited Partnership:
For each Other Business Entity:

\$25.00
\$52.50
\$25.00

For each Corporation:
For each General Partnership:
Certified Copy (optional):

\$35.00
\$25.00
\$30.00

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