

Division of Corporations

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DIVISION OF CORPORATIONS

## MERGER OR SHARE EXCHANGE

CMN Property, L.L.C.

Certificate of Status	0
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Estimated Charge	\$105.00

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### CERTIFICATE OF MERGER

Pursuant to the provisions of Sections 607.1107, 617.1103, 608.4381 and/or 622.02 of the Florida Statutes, the undersigned organizations adopt the following Certificate of Merger:

1. In the manner prescribed by Florida Statutes, the following Plan of Merger was approved by the Members of CMN Property, L.L.C., a Florida limited liability company, whose address is 10900 Phillips Highway, Jacksonville, Florida 32256, whose Florida document/registration number is L01000021960, whose FEI number is 01-0548356 (hereinafter referred to as the "Surviving LLC") and by the Members of CMN 2, L.L.C., a Florida limited liability company, whose address is 10900 Phillips Highway, Jacksonville, Florida 32256, whose Florida document/registration number is L06000121118 (hereinafter referred to as the "Absorbed LLC").

### PLAN OF MERGER

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

**Section Two. Terms and Conditions.** On the effective date of the merger, the separate existence of the Absorbed LLC 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 for any separate transfer. The Surviving LLC shall thereafter be responsible and liable for all liabilities and obligations of the Absorbed LLC then owing as of such date with respect to 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 Interests.** The manner and basis of converting the Membership Units of the Absorbed LLC into Membership Units of the Surviving LLC is as follows:

The Membership Units of the Absorbed LLC held on the effective date of the merger shall be converted into 512 Membership Units of the Surviving LLC, which Membership Units of the Surviving LLC shall thereupon be issued and outstanding.

**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, except that the Operating Agreement shall be amended to reflect the additional Membership Units issued in the Absorbed LLC.

**Section Six. Managing Member.** The Managing Member of the Surviving LLC on the effective date of the merger shall continue as the Managing Member of the Surviving LLC.

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Section Seven. Approval by Managing Members. This Plan of Merger has been approved contemporaneously with the execution hereof by the Managing Member of the Surviving LLC and by the Managing Member of the Absorbed LLC.

Section Eight. Effective Date of Merger. The effective date of this merger shall be January 1, 2007.

2. The exact name, street address of its principal office, and jurisdiction of the Surviving LLC are as following:

NAME: CMN Property, L.L.C.  
ADDRESS: 10900 Phillips Highway  
Jacksonville, FL 32256

JURISDICTION: State of Florida

FLORIDA DOCUMENT/REGISTRATION NUMBER: L01000021960

FBI NUMBER: 01-0548356

3. The Plan of Merger meets the requirements of the Florida Statutes, and was approved contemporaneously with the execution hereof by the Managing Member of the Surviving LLC and by the Managing Member of the Absorbed LLC in accordance with Chapters 607, 617, 608 and/or 620 of the Florida Statutes.

The undersigned CMN Property, L.L.C. and CMN 2, L.L.C., have caused this Certificate of Merger of CMN Property, L.L.C. and CMN 2, L.L.C. into CMN Property, L.L.C., to be duly executed this 29th day of December, 2006.

CMN Property, L.L.C.,  
a Florida limited liability company

By:   
James H. Cissel, Managing Member

"Surviving LLC"

CMN 2, L.L.C.,  
a Florida limited liability company

By:   
James H. Cissel, Managing Member

"Absorbed LLC"

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