



L02000005069

ACCOUNT NO. : 072100000032

REFERENCE : 422128 9725B

AUTHORIZATION :

COST LIMIT : \$ 80.00

Patricia Pujot

ORDER DATE : February 28, 2002

ORDER TIME : 9:51 AM

ORDER NO. : 422128-010

CUSTOMER NO: 9725B

CUSTOMER: Ms. Jeanne L. Seewald
Roetzel & Andress
Trainon Centre, Third Floor
850 Park Shore Drive
Naples, FL 34103

*Correct managers name
per Carrie @ CSC
3-5-02*

APPROVED
AND
FILED

02 MAR -4 AM 9:23
RECEIVED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
02 MAR -4 AM 10:22

DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

ARTICLES OF MERGER

THE EQUESTRIAN CENTER OF
NAPLES, LLC

INTO

THE EQUESTRIAN CENTER AT
HORSE CREEK, LLC

800005041288--0

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY

CONTACT PERSON: Janna Wilson

EXAMINER'S INITIALS:

*JW
3-5-02*

File 2nd



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

March 4, 2002

CSC
JANNA WILSON

SUBJECT: THE EQUESTRIAN CENTER AT HORSE CREEK, LLC
Ref. Number: L02000005069

We have received your document for THE EQUESTRIAN CENTER AT HORSE CREEK, LLC and the authorization to debit your account in the amount of \$80.00. However, the document has not been filed and is being returned for the following:

The plan of merger must either provide the name(s) and address(es) of the manager(s) of the limited liability company or state the limited liability company is not managed by one or more managers.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6025.

Trevor Brumbley
Document Specialist

Letter Number: 402A00012894

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

02 MAR -11 AM 9:23

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ARTICLES OF MERGER
Merger Sheet

MERGING:

THE EQUESTRIAN CENTER OF NAPLES, LLC, A FLORIDA ENTITY,
L01000018789

INTO

THE EQUESTRIAN CENTER AT HORSE CREEK, LLC, a Florida entity,
L02000005069

File date: March 4, 2002

Corporate Specialist: Trevor Brumbley

Account number: 072100000032

Amount charged: 80.00

02 MAR -1, AM 9:23
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

APPROVED
AND
FILED

ARTICLES OF MERGER
OF
THE EQUESTRIAN CENTER OF NAPLES, LLC,
a Florida limited liability company
into
THE EQUESTRIAN CENTER AT HORSE CREEK, LLC,
a Florida limited liability company

The following Articles of Merger are submitted in accordance with the §§ 608.438-608.4383, Florida Statutes, pursuant to the Florida Limited Liability Company Act.

1. These Articles of Merger are being filed to effect the merger of the following entities:

A. The Equestrian Center of Naples, LLC *L010000018789*
A Florida limited liability company
Date of Organization: October 31, 2001

B. The Equestrian Center at Horse Creek, LLC *L020000050609*
A Florida limited liability company
Date of Organization: March 4, 2002

2. The name of the surviving entity is The Equestrian Center at Horse Creek, a Florida limited liability company (the "Surviving Entity").

3. The name of the merging entity is The Equestrian Center of Naples, LLC, a Florida limited liability company (the "Merging Entity").

4. The attached Plan of Merger meets the requirements of Section 608.438, Florida Statutes, and was approved by each limited liability company that is a party to the merger in accordance with Chapter 608, Florida Statutes.

5. The merger shall be effective on the later of: (1) the date the articles of merger are filed with the Florida Department of State; or (2) March 4, 2002.

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TALLAHASSEE, FLORIDA

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Dated to be effective the 4th day of March, 2002.

SURVIVING ENTITY:

The Equestrian Center at Horse Creek, LLC
a Florida limited liability company

By: Joseph I. Perkovich
Joseph I. Perkovich, Manager

MERGING ENTITY:

The Equestrian Center of Naples, LLC
a Florida limited liability company

By: Joseph I. Perkovich
Joseph I. Perkovich, Manager

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TALLAHASSEE, FLORIDA

PLAN OF MERGER

The plan of merger dated to be effective March 4, 2002, between The Equestrian Center at Horse Creek Properties, LLC, the surviving entity (the "Surviving Entity"), and The Equestrian Center of Naples, LLC, the merging entity (the "Merging Entity"), is submitted in compliance with Florida Statutes §§ 608.438 - 608.4383.

A. Surviving Entity (Domestic Limited Liability Company). The Surviving Entity is a limited liability company organized and existing under the laws of the State of Florida, with its principal office at 3001 Tamiami Trail North, Suite 207, Naples, Florida 34103.

B. Merging Entity (Domestic Limited Liability Company). Merging Entity is a limited liability company organized and existing under the laws of the State of Florida with its principal office at 3001 Tamiami Trail North, Suite 207, Naples, Florida 34103.

C. Terms of Merger: Method of Conversion. Merging Entity shall merge with and into Surviving Entity, which shall be the Surviving Entity. Following the merger, the members and owners of the membership interests in the Merging Entity shall be the members and owners of the membership interests in the Surviving Entity having the same percentage interests and the same number of units as each member held in each of the Merging Entity and Surviving Entity prior to the Merger. Accordingly, no additional issuance of interests or units in the Surviving Entity, or other action to convert interests or units in the Merging Entity into interests or units in the Surviving Entity, shall be necessary as part of the Merger. The membership interests or units in the Merging Entity shall be cancelled and the former members of the Merging Entity shall continue to be the members in the Surviving Entity, with no further action required.

D. Terms of Merger: Surviving Entity Successor to Merging Entity. On the effective date of the merger, the separate existence of the Merging Entity shall cease, and the Surviving Entity shall succeed to all the rights, privileges, immunities and franchises, and all the property, real, personal, and mixed of the absorbed entity, without the necessity for any separate transfer. The Surviving Entity shall then be responsible and liable for all liabilities and obligations of the Merging Entity, and neither the rights of creditors nor any liens on the property of the Merging Entity shall be impaired by the merger.

E. Articles of Organization and Operating Agreement. The articles of organization of the Surviving Entity filed with the Florida Secretary of State shall continue to be its articles of organization following the effective date of the merger. The operating agreement of the Surviving Entity shall continue to be its operating agreement following the effective date of the merger.

F. Filing. The manager of the Surviving Entity shall cause to be filed a certified copy of the Articles of Merger in the office of the official who is the recording officer of each county in the State of Florida in which real property of the Merging Entity is situated in order to effectuate transfer of title to the Surviving Entity.

G. Effective Date. The effective date of this merger shall be the later of: (1) the date when articles of merger are filed by the Florida Department of State; or (2) March 4, 2002.

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TALLAHASSEE, FLORIDA

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H. Management of Surviving Entity. The managers of the Surviving Entity and their addresses shall be as follows:

Parker J. Collier
3001 Tamiami Trail North, Suite 207
Naples, Florida 34103

Joseph I. Perkovich
3001 Tamiami Trail North, Suite 207
Naples, Florida 34103

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