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**L020000011516**

May 20, 2002

CORPORATION NAME (S) AND DOCUMENT NUMBER (S):

Bahama Bay Construction Company into Bahama Bay Construction LLC

**Filing Evidence**

☒ Plain/Confirmation Copy

☐ Certified Copy

**Retrieval Request**

☐ Photocopy

☐ Certified Copy

**Type of Document**

☐ Certificate of Status

☐ Certificate of Good Standing

☐ Articles Only

☐ All Charter Documents to Include  
Articles & Amendments

☐ Fictitious Name Certificate

☐ Other

FILED  
02 MAY 20 PM 2:25  
TALLAHASSEE, FLORIDA

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RECEIVED  
02 MAY 20 AM 10:02  
DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	Non Profit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of RA Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input checked="" type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Reports
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation
<input type="checkbox"/>	Reinstatement

REGISTRATION/QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

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\*\*\*\*\*60.00 \*\*\*\*\*60.00

ARTICLES OF MERGER  
Merger Sheet

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MERGING:

BAHAMA BAY CONSTRUCTION COMPANY A FLORIDA ENTITY

into

**BAHAMA BAY CONSTRUCTION, LLC**, a Florida entity L02000011516

File date: May 20, 2002

Corporate Specialist: Agnes Lunt

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TALLAHASSEE, FLORIDA

## ARTICLES OF MERGER

The following articles of merger are being submitted in accordance with sections 607.1109 and 608.4382, Florida Statutes.

**FIRST:** The exact name, street address of its principal office, jurisdiction and entity type for the merging party are as follows:

<u>Name and Street Address</u>	<u>Jurisdiction</u>	<u>Entity Type</u>
Bahama Bay Construction Company 1880 North Bahama Avenue Marco Island, Florida 34145	Florida	Corporation

Florida Document/Registration Number: P97000028627 FEI Number: 59-3435114

**SECOND:** The exact name, street address of its principal office, jurisdiction and entity type of the surviving party are as follows:

<u>Name and Street Address</u>	<u>Jurisdiction</u>	<u>Entity Type</u>
Bahama Bay Construction, LLC 1880 North Bahama Avenue Marco Island, Florida 34145	Florida	Limited Liability Company

Florida Document/Registration Number: L02000011516 FEI Number: 43-1960890

**THIRD:** The attached Plan of Merger meets the requirements of sections 607.1108 and 608.438, Florida Statutes, and was approved by each domestic corporation and limited liability company that is a party to the merger in accordance with Chapters 607 and 608, Florida Statutes.

**FOURTH:** The merger is permitted under the respective laws of all applicable jurisdictions and is not prohibited by the articles of organization of any limited liability company that is a party to the merger.

**FIFTH:** The merger shall become effective as of the date the Articles of Merger are filed with the Florida Department of State.

**SIXTH:** The Articles of Merger comply and were executed in accordance with the laws of each party's applicable jurisdiction.

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**SEVENTH: SIGNATURES FOR EACH PARTY:**

BAHAMA BAY CONSTRUCTION COMPANY \_\_\_\_\_

By: Joseph Ryan  
Joseph Ryan, President

BAHAMA BAY CONSTRUCTION, LLC \_\_\_\_\_

By: Joseph Ryan  
Joseph Ryan, Managing Member

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## PLAN OF MERGER

The following plan of merger, which was adopted and approved by each party to the merger in accordance with sections 607.1103 and 608.4381, is being submitted in accordance with sections 607.1103 and 608.4381, Florida Statutes.

**FIRST:** The exact name and jurisdiction of the merging party are as follows:

<u>Name</u>	<u>Jurisdiction</u>
Bahama Bay Construction Company	Florida

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

<u>Name</u>	<u>Jurisdiction</u>
Bahama Bay Construction, LLC	Florida

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

Bahama Bay Construction Company shall be merged with and into Bahama Bay Construction, LLC. The existence of Bahama Bay Construction Company shall cease upon the Effective Date (as defined herein) of the merger in accordance with the provisions of the laws of the State of Florida. The Articles of Organization of Bahama Bay Construction, LLC, as now in force and effect shall be the Articles of Organization of Bahama Bay Construction, LLC, as it survives after the merger. The merger shall become effective at such time as is specified in the Articles of Merger (the "Effective Date").

The Plan of Merger herein entered into shall be submitted to all of the shareholders entitled to vote of Bahama Bay Construction Company for their approval or rejection in the manner prescribed by the provisions of the Florida Business Corporation Act and to the managing members and members of Bahama Bay Construction, LLC, for their approval or rejection in the manner prescribed by the provisions of the Florida Limited Liability Company Act.

**FOURTH:** 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:

All shares of Bahama Bay Construction Company shall, upon the Effective Date, be converted into membership interests in Bahama Bay Construction, LLC, such that after the Effective Date, each

shareholder of Bahama Bay Construction Company shall own a 50% membership in Bahama Bay Construction, LLC. There were no existing rights to acquire any interest, shares, obligations or other securities of Bahama Bay Construction Company.

**FIFTH:** The names and addresses of the managing members are as follows:

At present, Bahama Bay Construction, LLC, is managed by its members, as set forth below, pursuant to Florida Statutes Section 608.422:

Joseph Ryan  
1880 North Bahama Avenue  
Marco Island, Florida 34145

Laura Ryan  
1880 North Bahama Avenue  
Marco Island, Florida 34145

**SIXTH:** Other provisions relating to the merger:

Bahama Bay Construction, LLC, the surviving entity, shall be governed by regulations

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