

LO20000/3263

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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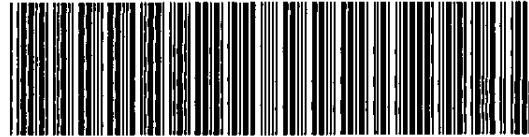
(Business Entity Name)

(Document Number)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

D. BRUCE

AUG 15 2011

EXAMINER

EFFECTIVE DATE

8/16/11

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Worldwide Getaway Vacations, Inc.
Name of Surviving Party

Please return all correspondence concerning this matter to:

Thomas V. Eagan, Esq.
Contact Person

Squire, Sanders & Dempsey LLP
Firm/Company

200 South Biscayne Boulevard, Suite 4100
Address

Miami, Florida 33131
City, State and Zip Code

teagan@ssd.com
E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Thomas V. Eagan at (305) 577-2814
Name of Contact Person Area Code and Daytime Telephone Number

☒ Certified Copy (optional) \$8.75

STREET ADDRESS:
Registration Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

MAILING ADDRESS:
Registration Section
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

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Articles of Merger

The following Articles of Merger are submitted to merge the following Florida Profit in accordance with s. 607.1109, 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>
<u>Sheridan 58, LLC</u>	<u>Florida</u>	<u>L02-13263 limited liability company</u>
<u>Worldwide Getaway Vacations, Inc.</u>	<u>Virgin Islands</u>	<u>corporation</u>

SECOND: The exact name, form/entity type, and jurisdiction of the Surviving Entity is as follows:

<u>Name</u>	<u>Jurisdiction</u>	<u>Form/Entity Type</u>
<u>Worldwide Getaway Vacations, Inc.</u>	<u>Virgin Islands</u>	<u>corporation</u>

THIRD: The Plan of Merger attached as Exhibit A and made a part hereof (the "Plan of Merger") was approved by the Non-Surviving Entity formed under the laws of the State of Florida that is a party to the merger in accordance with the applicable provisions of Chapters 607, 608, 617, and/or 620, Florida Statutes.

FOURTH: The Plan of Merger was approved by the Surviving Entity formed under the laws of the U.S. Virgin Islands that is a party to the merger in accordance with the applicable provisions of Title 13 Virgin Islands Code §1904 et seq.

FIFTH: The effective date of the merger shall be August 16, 2011, which cannot be prior to nor more than 90 days after the date this document is filed by the Florida Department of State.

EFFECTIVE DATE 8/16/11

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SIXTH: If the Surviving Entity is not formed, organized or incorporated under the laws of Florida, the Surviving Entity's principal office address in its home state, country or jurisdiction is as follows:

One Hibiscus Alley, St. Thomas, US Virgin Islands 00802

SEVENTH: If the Surviving Entity is an out-of-state entity, the surviving entity:

a.) Appoints the Florida Secretary of State as its agent for service of process in a proceeding to enforce any obligation or the rights of dissenting shareholders of each domestic corporation that is party to the merger.

b.) Agrees to promptly pay the dissenting shareholders of each domestic corporation that is a party to the merger the amount, if any, to which they are entitled under s. 607.1302, F.S.

EIGHTH: The Articles of Organization of the Surviving Entity were filed with the Office of the Lieutenant Governor of the Virgin Islands on September 30, 2005 and said Articles of Organization shall remain the Articles of Organization for the Surviving Entity.

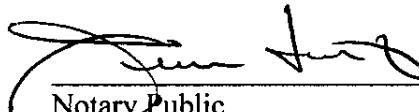
NINTH: Signature(s) for Each Party:

Name of Entity/Organization:	Signature(s):	Typed or Printed Name of Individual:
<u>Worldwide Getaway Vacations, Inc.</u>	<u><i>Myron Allock</i></u>	<u>Myron ALLOCK</u>

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TALLAHASSEE, FLORIDA

STATE OF Territory of Virgin Islands
COUNTY OF St. John (St. John)

BEFORE ME, the undersigned authority, on this 15th day of March, 2011, personally appeared Myron Allick, an authorized officer of Worldwide Getaway Vacations, Inc., who being by me first duly sworn, declared that he is the person who signed the foregoing document and that the statements contained in these Articles of Merger are true.



Notary Public
Typed or Printed

NOTARY PUBLIC
JERRI FARRANTE
Commission Exp: Nov. 9, 2011
NP-229-07

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TALLAHASSEE, FLORIDA

Entity/Organization:

Signature(s):

Name of
Name of Individual:

Sheridan 58, LLC



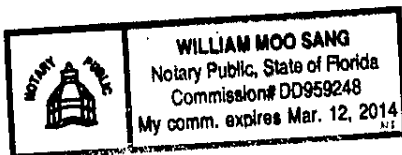
Jose Gonzalez

STATE OF Florida)

)ss:

COUNTY OF Miami-Dade)

BEFORE ME, the undersigned authority, on this 19th day of January, 2011, personally appeared Jose Gonzalez, as the manager of Sheridan 58, LLC, who being by me first duly sworn, declared that he is the person who signed the foregoing document and that the statements contained in these Articles of Merger are true.



William Moo Sang

Notary Public

Typed or Printed

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TALLAHASSEE, FLORIDA

EXHIBIT A
PLAN OF MERGER

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>
<u>Sheridan 58, LLC</u>	<u>Florida</u>	<u>limited liability company</u>
<u>Worldwide Getaway Vacations, Inc.</u>	<u>Virgin Islands</u>	<u>corporation</u>
_____	_____	_____

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>
<u>Worldwide Getaway Vacations, Inc.</u>	<u>Virgin Islands</u>	<u>corporation</u>
_____	_____	_____
_____	_____	_____

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

The membership interests in Sheridan 58, LLC shall by virtue of the merger
be cancelled.

(Attach additional sheet if necessary)

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TALLAHASSEE, FLORIDA

FOURTH:

A. The manner and basis of converting the interests, shares, obligations or other securities of each merged party into the interests, shares, obligations or others securities of the survivor, in whole or in part, into cash or other property is as follows:

The membership interests in Sheridan 58, LLC shall by virtue of the merger
be cancelled.

(Attach additional sheet if necessary)

B. The manner and basis of converting rights to acquire the interests, shares, obligations or other securities of each merged party into rights to acquire the interests, shares, obligations or others securities of the survivor, in whole or in part, into cash or other property is as follows:

N/A

(Attach additional sheet if necessary)

FIFTH: If a partnership is the survivor, the name and business address of each general partner is as follows:

N/A

(Attach additional sheet if necessary)

SIXTH: If a limited liability company is the survivor, the name and businesses address of each manager or managing member is as follows:

N/A

SEVENTH: Any statements that are required by law under which each other business entity is formed, organized, or incorporated are as follows:

In the case of Sheridan 58, LLC, the required number of members

set forth in the company documents have approved the Plan of Merger. In the case of

Worldwide Getaway Vacations, Inc., the required number of shareholders specified in the

Articles have approved the Plan of Merger.

EIGHTH: Other provisions, if any, relating to the merger are as follows:

N/A

(Attach additional sheet if necessary)

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ALLAHASSEE, FLORIDA