



L020000018024

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2002 AUG -9 PM 4: 08

DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

ACCOUNT NO. : 072100000032

REFERENCE : 699491 4351925

AUTHORIZATION :

Patricia Pijut

COST LIMIT : \$ 50.00

ORDER DATE : August 9, 2002

ORDER TIME : 12:45 PM

ORDER NO. : 699491-005

CUSTOMER NO: 4351925

400000017934--2

CUSTOMER: Frank J. Yong, Esq
Cone & Yong, P.a.
701 Fisk Street, Suite 110

Jacksonville, FL 32204

000007085780--0

ARTICLES OF MERGER

4100 16TH AVENUE LLC

INTO

OUR PLACE, LLC

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY

CONTACT PERSON: Susie Knight EX 1156

EXAMINER'S INITIALS: _____

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02 AUG -9 PM 1: 01
DIVISION OF CORPORATION

W02-23099

J. BRYAN AUG 9 2002



FLORIDA DEPARTMENT OF STATE

Jim Smith
Secretary of State

August 9, 2002

CSC

SUBJECT: OUR PLACE, LLC
Ref. Number: W02000023099

RESUBMIT

Please give original
submission date as file date.

We have received your document for OUR PLACE, LLC and your check(s) totaling \$. However, the enclosed document has not been filed and is being returned for the following correction(s):

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) 245-6043.

Joey Bryan
Document Specialist

Letter Number: 002A00047596

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TALLAHASSEE, FLORIDA

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02 AUG 13 PM 12:48

FLORIDA DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

**ARTICLES OF MERGER OF
OUR PLACE, LLC
AND
4100 16TH AVENUE LLC**

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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

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#L02000013737

Our Place, LLC, a Florida LLC, and 4100 16th Avenue LLC, a Florida LLC, pursuant to Florida Statutes § 608.438, have determined to merge.

The Plan of Merger is to exchange 100% of the outstanding interest in 4100 16th Avenue LLC for 50% of the outstanding interest of Our Place, LLC which shall be the survivor.

The Plan of Merger was approved by 100% of the members of each limited liability company in accordance with the applicable provisions of Florida Statutes § 608.438.

The effective date of the merger shall be the date that these Articles of Merger are filed with the Secretary of State in Tallahassee.

The surviving entity is Our Place, LLC whose principal office is 6110 Northwest 33rd Avenue, Gainesville, Florida 32606.

There are no dissenting members of any of the limited liability companies which are a party to the merger, but if there were any dissenting members, the surviving entity would promptly pay the dissenting members of each limited liability company the amount which such member would be entitled to under § 608.438(4) of the Florida Statutes.

Under the Plan of Merger all the assets and the separate existence of 4100 16th Avenue LLC shall cease as of the effective date of the merger, and all the assets and liabilities of 4100 16th Avenue LLC shall be assumed by Our Place, LLC, the survivor as a result of the merger.

IN WITNESS WHEREOF, the parties have executed the Articles of Merger this 7th
day of August, 2002.

OUR PLACE, LLC

By: Wilson McKinney
Wilson McKinney, President
Wilmac4, Inc., General Partner
McKinney Investment, Ltd.

4100 16TH AVENUE LLC

By: Wilson McKinney
Wilson McKinney, Managing Member

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TALLAHASSEE, FLORIDA

PLAN OF MERGER

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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

Plan of Merger for **OUR PLACE, LLC**, a Florida limited liability company and **4100 16TH AVENUE LLC**, a Florida limited liability company pursuant to the requirements of Florida Statutes, Section 607.1101 the Plan of Merger is set forth as follows:

1. The names of the corporations being merged are Our Place, LLC and 4100 16th Avenue LLC.
2. As a result of the merger, Our Place, LLC will be the surviving limited liability company.
3. As a result of the merger, all the outstanding interest in 4100 16th Avenue LLC shall be extinguished in exchange for 50% of the outstanding interest of Our Place, LLC.
4. As a result of the merger, the corporate assets and liabilities of 4100 16th Avenue LLC will be transferred and assumed by Our Place, LLC, and the separate corporate existence of 4100 16th Avenue LLC shall cease.
5. The benefits of merging the two corporations will be cost savings.
6. The manager of both LLCs is G. Wilson McKinney and his address is 6110 Northwest 33rd Avenue, Gainesville, Florida 32606.