

NOV, -01' 02 (FRI) 09:39

P. 001/005

Division of Corporations

Page 1 of 2

W020000027249

Florida Department of State
Division of Corporations
Public Access System

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

((H02000220297 4)))

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

MJH

To:

Division of Corporations
Fax Number : (850) 205-0380

From:

Account Name : BEGGS & LANE
Account Number : I20020000155
Phone : (850) 432-2451
Fax Number : (850) 469-3331

FILED

Nov 01, 2002 08:00 AM
Secretary of State

RECEIVED
02 NOV -1 AM 11:00
DIVISION OF CORPORATIONS

102A00060104

MERGER OR SHARE EXCHANGE

MUSCOGEE WHARF, LLC

Certificate of Status	0
Certified Copy	1
Page Count	00 57
Estimated Charge	\$96.25

\$90.00

NOV -01' 02 (FRI) 09:40

RX DATE TIME NOV -01' 02 (FRI) 09:40

Department of State 11/1/2002 9:58 PAGE 1/1 RightFAX

P 001



FLORIDA DEPARTMENT OF STATE

Jim Smith
Secretary of State

November 1, 2002

BEGGS & LANE

SUBJECT: MUSCOGEE WHARF, LLC
REF: W02000031393

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The document must include the plan of merger.,

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) 245-6967.

Michelle Hodges
Document SpecialistFAX Aud. #: H02000220297
Letter Number: 202A00059986

ARTICLES OF MERGER
Merger Sheet

MERGING:

MUSCOGEE WHARF, INC., P01000054359, A FLORIDA CORPORATION

,

INTO

MUSCOGEE WHARF, LLC, a Florida entity, L02000027249

File date: November 1, 2002

Corporate Specialist: Michelle Hodges

((H02000220297 4))

FILED
Nov 01, 2002 08:00 AM
Secretary of State

ARTICLES OF MERGER

PO1-54359 **OF** *LD2-27249*
MUSCOGEE WHARF, INC., AND MUSCOGEE WHARF, LLC

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

(1) Muscogee Wharf, Inc., a Florida corporation, whose principal office is located at 1401 East Belmont Street, Pensacola, Florida 32501-4321, is the sole merging entity.

(2) Muscogee Wharf, LLC, a Florida limited liability, whose principal office is located at 1401 East Belmont Street, Pensacola, Florida 32501-4321, is the surviving entity.

(3) The plan of merger attached hereto and incorporated herein satisfies the requirements of sections 607.1108 and 608.438, Florida Statutes.

(4) The merger shall become effective on the date the Articles of Merger are filed with the Florida Department of State.

(5) The plan of merger was adopted by the unanimous vote of all the members and manager of Muscogee Wharf, LLC, the surviving entity, in accordance with chapter 608, Florida Statutes.

(6) The plan of merger was adopted by the unanimous vote of all the directors and shareholders of Muscogee Wharf, Inc., the merging entity, in accordance with chapter 607, Florida Statutes.

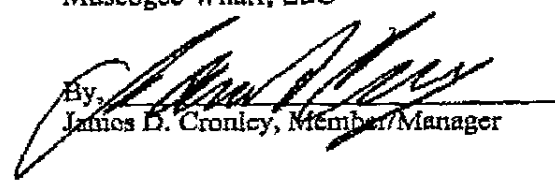
(7) The merger is permitted under the laws of all applicable jurisdictions and is not prohibited by the articles of organization of Muscogee Wharf, LLC.

IN WITNESS WHEREOF, we have made and executed these Articles of Merger, this *01st* day of *Oct*, 2002.

Muscogee Wharf, Inc.

By 
James D. Cronley, President

Muscogee Wharf, LLC

By 
James D. Cronley, Member/Manager

((H02000220297 4))

((H02000220297 4))

STATE OF FLORIDA
COUNTY OF ESCAMBIA

The foregoing instrument was acknowledged before me this 24th day of October, 2002, by James D. Cronley, the President of Muscogee Wharf, Inc., a Florida corporation, on behalf of the corporation, who is personally known to me or who has produced _____ as identification.



ANNA M. PALMER
MY COMMISSION # DD 089163
EXPIRES: June 5, 2008
Bonded Through Digital Notary Services

Anna M. Palmer
NOTARY PUBLIC

STATE OF FLORIDA
COUNTY OF ESCAMBIA

The foregoing instrument was acknowledged before me this 24th day of October, 2002, by James D. Cronley, a member and manager of Muscogee Wharf, LLC, a Florida limited liability company, on behalf of the limited liability company, who is personally known to me or who has produced _____ as identification.



ANNA M. PALMER
MY COMMISSION # DD 089163
EXPIRES: June 5, 2008
Bonded Through Digital Notary Services

Anna M. Palmer
NOTARY PUBLIC

((H02000220297 4))

((H02000220297 4))

**PLAN OF MERGER
OF
MUSCOGEE WHARF, INC., & MUSCOGEE WHARF, LLC**

(1) The name and jurisdiction of the surviving entity are: Muscogee Wharf, LLC, a Florida limited liability company.

(2) The name and jurisdiction of the only merging entity are: Muscogee Wharf, Inc., a Florida corporation.

(3) The only condition of the merger are the merging parties' compliance with the provisions of chapters 607 and 608, Florida Statutes, relating to cross-entity mergers; the terms of the merger are described in sections 607.11101 and 608.4383, Florida Statutes (2001).

(4) Each share of issued stock in Muscogee Wharf, Inc., the merging entity, shall be converted into a membership unit in Muscogee Wharf, LLC, the surviving entity; all rights to acquire shares of stock in Muscogee Wharf, Inc., shall be converted into rights to acquire membership units in Muscogee Wharf, LLC, upon the same terms and conditions as such rights exist vis-a-vis Muscogee Wharf, Inc., as of the day the articles of merger are filed with the Florida Department of State.

(5) The name and business address of the manager of Muscogee Wharf, LLC, the surviving entity, are James D. Cronley, 1401 East Belmont Street, Pensacola, Florida 32501-4321.

((H02000220297 4))