

L030000018243

2005 MAY 17 A 10:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP ☐ WAIT ☐ MAIL

(Business Entity Name)

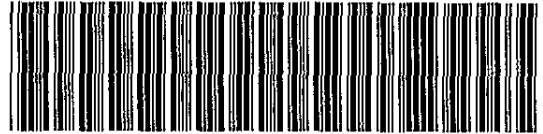
L03-18243

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REPLY TO: Main Office

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1900 N.W. Corporate Blvd., #400 E
Boca Raton, FL 33431
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

10723 S.W. 104th Street
Miami, FL 33176
Telephone: 305-274-5668

Of counsel: Terri Grumer Sonn
Liliana Cano Agron
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May 13, 2005

VIA FEDERAL EXPRESS

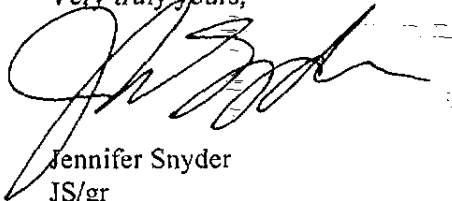
Florida Department of State
Division of Corporation
409 E. Gaines St.
Tallahassee, FL 32399

Re: Hendricks Isles Development, LLC

Enclosed please find the plan of merger together with our firm check in the amount of \$50.00.

Please contact me if I may be of further assistance to you in this matter. Thank you.

Very truly yours,



Jennifer Snyder
JS/gr
Enclosures

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ARTICLES OF MERGER

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The following articles of merger are being submitted in accordance with section(s) 607.1109, 608.4382, and/or 620.203, Florida Statutes.

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

<u>Name and Street Address</u>	<u>Jurisdiction</u>	<u>Entity Type</u>
1. <u>Hendricks Isles Development, LLC</u> <u>2901 Collins Avenue</u> <u>Miami Beach, FL 33140</u>	<u>Florida</u>	<u>limited liability company</u>
Florida Document/Registration Number: <u>L03000018243</u>		FEI Number: <u>27-0059972</u>
2. <u>201 Hendricks Isles Development, LLC</u> <u>2901 Collins Avenue</u> <u>Miami Beach, FL 33140</u>	<u>Florida</u>	<u>limited liability company</u>
Florida Document/Registration Number: <u>L03000023503</u>		FEI Number: <u>43-2020899</u>
3. _____ _____ _____	_____	_____
Florida Document/Registration Number: _____		FEI Number: _____
4. _____ _____ _____	_____	_____
Florida Document/Registration Number: _____		FEI Number: _____

(Attach additional sheet(s) if necessary)

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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>
<u>Hendricks Isles Development, LLC</u>	<u>Florida</u>	<u>Limited liability comp</u>
<u>2901 Collins Avenue</u>		
<u>Miami Beach, FL 33140</u>		

Florida Document/Registration Number: L03000018243 FEI Number: 43- 2020899

THIRD: The attached Plan of Merger meets the requirements of section(s) 607.1108, 608.438, 617.1103, and/or 620.201, Florida Statutes, and was approved by each domestic corporation, limited liability company, partnership and/or limited partnership that is a party to the merger in accordance with Chapter(s) 607, 617, 608, and/or 620, Florida Statutes.

FOURTH: If applicable, the attached Plan of Merger was approved by the other business entity(ies) that is/are party(ies) to the merger in accordance with the respective laws of all applicable jurisdictions.

FIFTH: If not incorporated, organized, or otherwise formed under the laws of the state of Florida, the surviving entity hereby appoints the Florida Secretary of State as its agent for substitute service of process pursuant to Chapter 48, Florida Statutes, in any proceeding to enforce any obligation or rights of any dissenting shareholders, partners, and/or members of each domestic corporation, partnership, limited partnership and/or limited liability company that is a party to the merger.

SIXTH: If not incorporated, organized, or otherwise formed under the laws of the state of Florida, the surviving entity agrees to pay the dissenting shareholders, partners, and/or members of each domestic corporation, partnership, limited partnership and/or limited liability company that is a party to the merger the amount, if any, to which they are entitled under section(s) 607.1302, 620.205, and/or 608.4384, Florida Statutes.

SEVENTH: If applicable, the surviving entity has obtained the written consent of each shareholder, member or person that as a result of the merger is now a general partner of the surviving entity pursuant to section(s) 607.1108(5), 608.4381(2), and/or 620.202(2), Florida Statutes.

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

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OR

[illegible]

(Attach additional sheet(s) if necessary)

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TALLAHASSEE, FLORIDA

PLAN OF MERGER

The following plan of merger, which was adopted and approved by each party to the merger in accordance with section(s) 607.1107, 617.1103, 608.4381, and/or 620.202, is being submitted in accordance with section(s) 607.1108, 608.438, and/or 620.201, Florida Statutes.

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

<u>Name</u>	<u>Jurisdiction</u>
201 Hendricks Isles Development, LLC 2901 Collins Avenue Miami Beach, FL 33140	FL

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

<u>Name</u>	<u>Jurisdiction</u>
Hendricks Isles Development, LLC 2901 Collins Avenue Miami Beach, FL 33140	FL

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

(Attach additional sheet(s) if necessary)

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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 other securities of the survivor, in whole or in part, into cash or other property are as follows:

The members of the merging entities are the same and hold the same percentage interest in each limited liability company, therefore, the interests of the members shall not change.

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

Not Applicable.

(Attach additional sheet(s) if necessary)

FIFTH: If a partnership or limited partnership is the surviving entity, the name(s) and address(es) of the general partner(s) are as follows:

Name(s) and Address(es) of General Partner(s)

If General Partner is a Non-Individual,
Florida Document/Registration Number

SIXTH: If a limited liability company is the surviving entity the name(s) and address(es) of the manager(s)managing members are as follows:

Hendricks Isles Development, LLC
2901 Collins Avenue
Miami Beach, FL 33140

Manager- Global Development, LLC
2645 N.E. 207th Street, Suite 101
No. Miami, FL 33180

SEVENTH: All statements that are required by the laws of the jurisdiction(s) under which each Non-Florida business entity that is a party to the merger is formed, organized, or incorporated are as follows:

EIGHTH: Other provisions, if any, relating to the merger:

(Attach additional sheet(s) if necessary)

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