

# L03000036465

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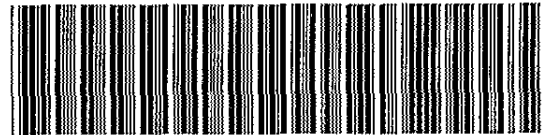
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GAINESVILLE, FLORIDA 32602

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G. RAY CAUTHON, III  
JENNIFER L. RILEY  
MAURA MCGUIGAN  
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(1897 - 1986)

E. COVINGTON JOHNSTON  
(1916-2002)

CHARLES G. FELDER  
(Retired)

Internet address:  
jwilliams@Clayton-Johnston.com

January 7, 2004

Florida Secretary of State  
Katherine Harris  
The Capitol  
PL-02  
Tallahassee, Fl 32399-0250

Re: Articles of Merger and Plan of Merger re: The Orthopaedic Center of Gainesville  
Real Estate Associates, LLC

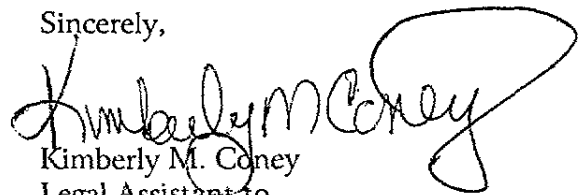
Dear Madam:

Please file the enclosed Articles of Merger and Plan of Merger Name. Enclosed is a check for \$80.00 for the filing fee and to return to our office a certified copy of same.

Please return a time stamped certified copy of the Articles and Plan in the enclosed self-addressed envelope for your convenience.

Thank you.

Sincerely,

  
Kimberly M. Coney  
Legal Assistant to  
Jennifer L. Riley

JLR/kmc  
cc: Tony Anderson  
enc: Articles of Merger  
Plan of Merger  
\$80.00 check  
SSAE to return

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JAN -9 PM 12:44  
CLERK OF COURT  
JAN 10 2004

## ARTICLES OF MERGER

The following articles of merger are being submitted in accordance with section(s) 608.4382, and 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:

1. Name and Street Address

The Orthopaedic Center of Gainesville Real Estate Associates, LLC  
720 S.W. 2<sup>nd</sup> Avenue  
Ayers Medical Plaza, Suite 360  
Gainesville, Florida 32601

Jurisdiction

Florida

Entity

Florida Limited Liability Company

Florida Document/ Registration Number: L03000036465

FEI Number: to be obtained

2. Name and Street Address

The Orthopaedic Center of Gainesville Real Estate Partnership  
720 S.W. 2<sup>nd</sup> Avenue  
Ayers Medical Plaza, Suite 360  
Gainesville, Florida 32601

Jurisdiction

Florida

Entity

Florida General Partnership

Florida Document/ Registration Number: unknown

FEI Number: 592550586

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

**Name and Street Address**

The Orthopaedic Center of Gainesville Real Estate Associates, LLC  
720 S.W. 2<sup>nd</sup> Avenue  
Ayers Medical Plaza, Suite 360  
Gainesville, Florida 32601

**Jurisdiction**

Florida

**Entity**

Florida Limited Liability Company

Florida Document/ Registration Number: L03000036465

FEI Number: to be obtained

**THIRD:** The attached Plan of Merger meets the requirements of section(s) 608.438 and 620.201, Florida Statutes, and was approved by the limited liability company and general partnership that is a party to the merger in accordance with Chapter(s) 608 and 620 Florida Statutes.

**FOURTH:** If applicable, the attached Plan of Merger was approved by both business entities that are parties to the merger in accordance with the respective laws of all applicable jurisdictions.

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

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

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

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SECRETARY OF STATE  
04 JAN 09 PM 12:44

**ELEVENTH:** Signatures of Each Party

The Orthopaedic Center of Gainesville Real Estate Associates, LLC

W. Preston Blake  
W. Preston Blake

Mary N. Blake  
Mary N. Blake

Clinton G. Bush, III  
Clinton G. Bush, III

Timothy T. Lane  
Timothy T. Lane

Mary Rockwood Lane  
Mary Rockwood Lane

Rodger D. Powell  
Rodger D. Powell

Catherine M. Powell  
Catherine M. Powell

J. Stephen Waters  
J. Stephen Waters

Shelley L. Waters  
Shelley L. Waters

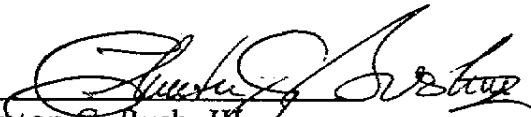
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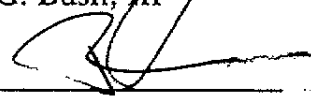
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JAN 11 2009

The Orthopaedic Center of Gainesville Real Estate Partnership

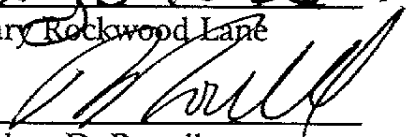
W. Preston Blake  
W. Preston Blake

Mary N. Blake  
Mary N. Blake

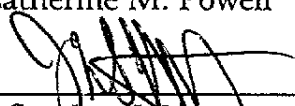
  
Clinton G. Bush, III

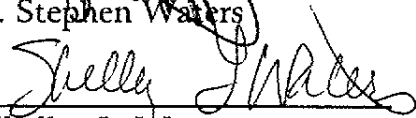
  
Timothy T. Lane

  
Mary Rockwood Lane

  
Rodger D. Powell

  
Catherine M. Powell

  
J. Stephen Waters

  
Shelley L. Waters

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FILED  
SECRETARY OF STATE  
JAN 4 1999

## PLAN OF MERGER

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

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

1. Name and Street Address

The Orthopaedic Center of Gainesville Real Estate Associates, LLC, a Florida  
Limited Liability Company  
720 S.W. 2<sup>nd</sup> Avenue  
Ayers Medical Plaza, Suite 360  
Gainesville, Florida 32601

Jurisdiction

Florida

2. Name and Street Address

The Orthopaedic Center of Gainesville Real Estate Partnership, a Florida  
Partnership  
720 S.W. 2<sup>nd</sup> Avenue  
Ayers Medical Plaza, Suite 360  
Gainesville, Florida 32601

Jurisdiction

Florida

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

Name and Street Address

The Orthopaedic Center of Gainesville Real Estate Associations, LLC, a Florida  
Limited Liability Company  
720 S.W. 2<sup>nd</sup> Avenue  
Ayers Medical Plaza, Suite 360  
Gainesville, Florida 32601

Jurisdiction

Florida

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CLERK OF DISTRICT COURT  
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**THIRD:** The terms and conditions of the merger are as follows:

The Orthopaedic Center of Gainesville Real Estate Partnership (Partnership) shall merge into The Orthopaedic Center of Gainesville Real Estate Associates, LLC (Associates), and all property belonging to the Partnership shall become the property of the Associates. Since the partners of the Partnership are the same as the members of the Associates, and since their percentages of ownership are also the same, then the ownership interests and voting rights of the members of the surviving entity shall remain the same as they are set forth now in the operating agreement of the Associates. The Operating Agreement of Associates shall continue in full force and effect and the terms of the Partnership Agreement of the partners shall be terminated.

The Associates, as the surviving entity of this merger shall receive title to all real estate and other property, or interest therein, owned by the Partnership, without reversion or impairment. The Associates shall record a certified copy of the Articles of Merger in any county in which the Partnership holds an interest in real property.

The Associates shall thereafter be responsible and liable for all the liabilities and obligations of the Partnership. Any claim existing or action or proceeding pending by or against the Partnership may be continued with the Associates being substituted in the proceeding for the Partnership.

Neither the rights of creditors nor any liens upon the property of the Partnership shall be impaired by such a merger.

**FOURTH:** The names and address of the managing member of the surviving limited liability company are as follows:

W. Preston Blake  
6900 N.W. 9<sup>th</sup> Blvd.  
Gainesville, Florida 32605

Mary N. Blake  
6900 N.W. 9<sup>th</sup> Blvd.  
Gainesville, Florida 32605

Clinton G. Bush, III  
720 S.W. 2<sup>nd</sup> Avenue, Suite 360  
Gainesville, Florida 32601



Timothy T. Lane  
720 S.W. 2<sup>nd</sup> Avenue, Suite 360  
Gainesville, Florida 32601

Mary Rockwood Lane  
720 S.W. 2<sup>nd</sup> Avenue, Suite 360  
Gainesville, Florida 32601

Rodger D. Powell  
1015 N.W. 56<sup>th</sup> Terrace  
Gainesville, Florida 32605

Catherine M. Powell  
1015 N.W. 56<sup>th</sup> Terrace  
Gainesville, Florida 32605

J. Stephen Waters  
720 S.W. 2<sup>nd</sup> Avenue, Suite 360  
Gainesville, Florida 32601

Shelley L. Waters  
720 S.W. 2<sup>nd</sup> Avenue, Suite 360  
Gainesville, Florida 32601

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SECRETARY OF STATE  
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**SEVENTH:** This merger shall become effective upon the filing of the Articles of Merger with the Secretary of State