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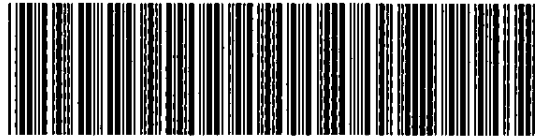
(Business Entity Name)

(Document Number)

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

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LAND USE COORDINATOR
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January 27, 2009

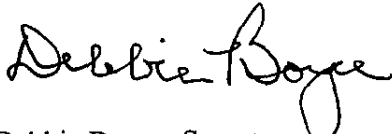
Secretary of State
Division of Corporations
409 E. Gaines Street
P.O. Box 6327
Tallahassee, Florida 32314

Re: Certificate of Merger
The Anglers Eldorado, LLC/Rufford House, LLC

Dear Sir or Madam:

Enclosed please find the original and one copy of the Certificate of Merger as same relates to the above referenced companies, together with our check in the sum of \$50.00 to cover the cost of filing. Please return a conformed copy to the letterhead address above.

Very truly yours,



Debbie Boyce, Secretary to
James S. Lupino, Esq.

DB:db
Enclosures

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

**Certificate of Merger
For
Florida Limited Liability Company**

The following Certificate of Merger is submitted to merge the following Florida Limited Liability Company(ies) in accordance with s. 608.4382, 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>
The Anglers Eldorado, LLC	Florida	Limited Liability Company
L07-55813		

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>
Rufford House, LLC	Florida	Limited Liability Company
L04-765		

THIRD: The attached plan of merger was approved by each domestic corporation, limited liability company, partnership and/or limited partnership 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 attached plan of merger was approved by each other business entity that is a party to the merger in accordance with the applicable laws of the state, country or jurisdiction under which such other business entity is formed, organized or incorporated.

FIFTH: If other than the date of filing, the effective date of the merger, which cannot be prior to nor more than 90 days after the date this document is filed by the Florida Department of State:

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

_____ N/A _____

SEVENTH: If the survivor is not formed, organized or incorporated under the laws of Florida, the survivor agrees to pay to any members with appraisal rights the amount, to which such members are entitles under ss.608.4351-608.43595, F.S.

EIGHTH: If the surviving party is an out-of-state entity not qualified to transact business in this state, the surviving entity:

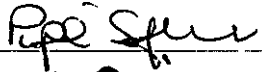

a) Lists the following street and mailing address of an office, which the Florida Department of State may use for the purposes of s. 48.181, F.S., are as follows:

Street address: _____ N/A _____

Mailing address: _____

b.) Appoints the Florida Secretary of State as its agent for service of process in a proceeding to enforce obligations of each limited liability company that merged into such entity, including any appraisal rights of its members under ss.608.4351-608.43595, Florida Statutes.

NINTH: Signature(s) for Each Party:

Name of Entity/Organization:	Signature(s):	Typed or Printed Name of Individual:
The Anglers Eldorado, LLC		Philippa Sifleet
Rufford House, LLC		Mark Richens

Corporations:	Chairman, Vice Chairman, President or Officer (If no directors selected, signature of incorporator.)
General partnerships:	Signature of a general partner or authorized person
Florida Limited Partnerships:	Signatures of all general partners
Non-Florida Limited Partnerships:	Signature of a general partner
Limited Liability Companies:	Signature of a member or authorized representative

Fees:

For each Limited Liability Company:	\$25.00
For each Corporation:	\$35.00
For each Limited Partnership:	\$52.50
For each General Partnership:	\$25.00
For each Other Business Entity:	\$25.00

Certified Copy (optional): \$30.00



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>
The Anglers Eldorado, LLC	Florida	Limited Liability Company
_____	_____	_____
_____	_____	_____
_____	_____	_____

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>
Rufford House, LLC	Florida	Limited Liability Company
_____	_____	_____

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

Philippa Sifleet shall own 51% and Mark Richens shall own 49% of the

surviving entity, Rufford House, LLC. Rufford House LLC shall be managed

by Philippa Sifleet and Mark Richens as Managing Members.

(Attach additional sheet if necessary)

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:

Philippa Sifleer's 100% membership interest in The Anglers Eldorado LLC

shall be converted to a 51% membership interest in the surviving entity,

Rufford House, LLC. Mark Richens previous 100% membership in Rufford House

LLC shall be reduced to 49% by virtue of this Merger.

(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:

Immediately prior to the merger, The Anglers Eldorado LLC and Rufford House LLC

were single member LLC's with each such single member owning 100% interest in

their respective entities. There were no rights to acquire any additional interest

in each of such entities and thus no rights to convert for purposes of this merger.

Rights to acquire any additional interest in the surviving entity have been

negotiated by the parties to the merger.

(Attach additional sheet if necessary)

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

The Plan of Merger was approved by each Limited Liability Company that
is a party to the Merger in accordance with Florida Statutes

(Attach additional sheet if necessary)

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

(Attach additional sheet if necessary)

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

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