

L04000020309

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP ☐ WAIT ☐ MAIL

(Business Entity Name)

(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

Special Instructions to Filing Officer:

Name  
Availability

Document

DCC

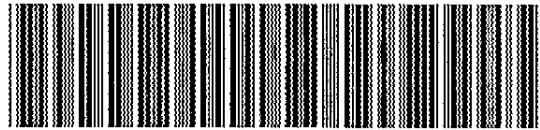
Office Use Only

Vendor

2

Acknowledgement DCC

W. P. Verifier DCC



800036550348

06/21/04--01086--015 \*\*105.00

05/27/04--01040--017 \*\*110.00

FILED  
2004 MAY 27 A 10:32  
SECRETARY OF STATE  
TALLAHASSEE, FL

Kimberly McAllister - Smith, Esq.

SMG Property Mgmt

9021 Town Center Pkwy

Address

Bradenton, FL 34202

City/State/Zip

Phone #

Office Use Only

**CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):**

1. \_\_\_\_\_  
(Corporation Name) (Document #)
2. \_\_\_\_\_  
(Corporation Name) (Document #)
3. \_\_\_\_\_  
(Corporation Name) (Document #)
4. \_\_\_\_\_  
(Corporation Name) (Document #)

☐ Walk in

☐ Pick up time \_\_\_\_\_

☐ Certified Copy

☐ Mail out

☐ Will wait

☐ Photocopy

☐ Certificate of Status

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

FF 77.50  
Cert 30.00

L04 0000 20309

(LA95 - 222)  
ARTICLES OF MERGER  
OF  
PLAZA ASSOCIATES LIMITED PARTNERSHIP, A FLORIDA LIMITED PARTNERSHIP  
INTO  
SM-EUSTIS, LLC, A FLORIDA LIMITED LIABILITY COMPANY  
(104 - 20309)

Pursuant to Chapter 608.4382 Of The Florida Statutes, PLAZA ASSOCIATES LIMITED PARTNERSHIP, a Florida limited partnership, and SM-EUSTIS, LLC, a Florida limited liability company adopts these Articles of Merger for the purpose of merging PLAZA ASSOCIATES LIMITED PARTNERSHIP, a Florida limited partnership, into SM-EUSTIS, LLC, a Florida limited liability company.

1. The Plan of Merger setting forth the terms and conditions of the merger of PLAZA ASSOCIATES LIMITED PARTNERSHIP, a Florida limited partnership, into SM-EUSTIS, LLC, a Florida limited liability company, is attached to these Articles as Exhibit "A" and incorporated herein by reference.

2. The Plan of Merger was approved by SM-EUSTIS, LLC, a Florida limited liability company, in accordance with the applicable provisions of Chapter 608.4381 Of The Florida Statutes.

3. The Plan of Merger was approved by PLAZA ASSOCIATES LIMITED PARTNERSHIP, a Florida limited partnership, all in accordance with the applicable provisions of Chapter 620 Of The Florida Statutes.

4. The effective date of the merger shall be the date upon which the Articles of Merger are filed with the Department of State of the State of Florida.

IN WITNESS WHEREOF, these Articles were executed by both parties, PLAZA ASSOCIATES LIMITED PARTNERSHIP, a Florida limited partnership, and SM-Eustis, LLC, a Florida limited liability company, this 25 day of May, 2004.

**PLAZA ASSOCIATES LIMITED PARTNERSHIP**, a Florida limited partnership

By: SM-Plaza, Inc., a Florida corporation., its general partner

By: [Signature]  
John S. Newsome, President

**SM-EUSTIS, LLC**, a Florida limited liability company

By: [Signature]  
Michael J. Doyle, Manager

STATE OF FLORIDA  
COUNTY OF MANATEE

I HEREBY CERTIFY that on this day, before me, an officer duly authorized to administer oaths and take acknowledgments, personally appeared John S. Newsome, known to me to be the President of SM-Plaza, Inc., a Florida corporation, general partner of Plaza Associates Limited Partnership, a Florida limited partnership, in whose name the foregoing instrument was executed, and that he acknowledged executing the same for such limited partnership, and that an oath was not taken. (Check one: ☒ Said person is personally known to me or ☐ Said person provided the following type of identification:

WITNESS my hand and official seal in the County and State last aforesaid this 25 day of May, A.D. 2004.



Kimberly M. McAllister-Smith  
MY COMMISSION # CC944606 EXPIRES  
June 12, 2004  
BONDED THRU TROY FAIR INSURANCE, INC.

[Signature]  
NOTARY PUBLIC

Printed Notary Signature  
Commission No. \_\_\_\_\_

MY COMMISSION EXPIRES:

PLAN OF MERGER

THIS PLAN OF MERGER of PLAZA ASSOCIATES LIMITED PARTNERSHIP, a Florida limited partnership, and SM-EUSTIS, LLC, a Florida limited liability company, pursuant to Chapter 608.438 Of The Florida Statutes, is adopted as follows:

A. PLAZA ASSOCIATES LIMITED PARTNERSHIP, a Florida limited partnership, shall be merged with and into SM-EUSTIS, LLC, a Florida limited liability company, to exist and be governed by the laws of the State of Florida.

B. The name of the surviving limited liability or business entity shall be SM-EUSTIS, LLC, a Florida limited liability company.

C. When this Agreement becomes effective the existence of PLAZA ASSOCIATES LIMITED PARTNERSHIP, shall cease and the surviving entity, SM-EUSTIS, LLC, a Florida limited liability company, shall succeed, without other transfer, to all of the rights and property of PLAZA ASSOCIATES LIMITED PARTNERSHIP, a Florida limited partnership and shall be subject to all of the debts and liabilities of said joint venture in the same manner as if the surviving limited liability company had itself incurred the same. All rights of creditors and all liens on the property of each entity shall be preserved unimpaired, limited to the lien to the property effected by the liens immediately prior to the merger.

D. The surviving entity, SM-EUSTIS, LLC, will carry on business with the assets of said limited partnership as well as the assets of its own.

E. The general and limited partners of PLAZA ASSOCIATES LIMITED PARTNERSHIP, a Florida limited partnership, shall surrender all of their ownership interests therein in the manner hereinafter set forth.

F. In exchange for the contribution of their respective existing partnership interests, each of such partners shall receive units of ownership in the limited liability company in direct proportion to the ownership interest which each had held in the partnership and in such a manner so that each shall have and hold the same ownership percentage interest of the total ownership interest in the limited liability company as they had held in the partnership.

G. The Articles of Organization of the limited liability company, which is the survivor of this merger, shall continue in full force as the Articles of Organization of the survivor until altered, amended or repealed hereafter.

H. Management of the surviving limited liability company is vested in two Managers, whose name and business address is as follows:

John S. Newsome  
9021 Town Center Pkwy  
Bradenton, FL 34202

Michael J. Doyle  
9021 Town Center Pkwy  
Bradenton, FL 34202

I. The effective date of this merger shall be the date upon which the Articles of Merger are filed with the Department of State of the State of Florida.

FILED  
2004 MAY 21 A 10:32  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

IN WITNESS WHEREOF, this Plan was executed this 25 day of May, 2004

**PLAZA ASSOCIATES LIMITED  
PARTNERSHIP**, a Florida limited partnership

By: SM-Plaza, Inc., a Florida corporation, its  
general partner

By: [Signature]  
John S. Newsome, President

**SM-EUSTIS, LLC**, a Florida limited liability  
company

By: [Signature]  
Michael J. Doyle, Manager

STATE OF FLORIDA  
COUNTY OF MANATEE

I HEREBY CERTIFY that on this day, before me, an officer duly authorized to administer oaths and take acknowledgments, personally appeared John S. Newsome, known to me to be the President of SM-Plaza, Inc., a Florida corporation, general partner of Plaza Associates Limited Partnership, a Florida limited partnership, in whose name the foregoing instrument was executed, and that he acknowledged executing the same for such limited partnership, and that an oath was not taken. (Check one:) ☒ Said person is personally known to me. ☐ Said person provided the following type of identification: \_\_\_\_\_

WITNESS my hand and official seal in the County and State last aforesaid this 25 day of May, A.D. 2004.  
[Signature]  
Kimberly M. McAllister-Smith  
MY COMMISSION # CC944606 EXPIRES  
June 12, 2004  
BONDED THROUGH TROY FARM INSURANCE, INC.

MY COMMISSION EXPIRES:

STATE OF FLORIDA  
COUNTY OF MANATEE

I HEREBY CERTIFY that on this day, before me, an officer duly authorized to administer oaths and take acknowledgments, personally appeared Michael J. Doyle, known to me to be the Manager of SM-Eustis, LLC, a Florida limited liability company, in whose name the foregoing instrument was executed, and that he acknowledged executing the same for such limited liability company, and that an oath was not taken. (Check one:) ☒ Said person is personally known to me. ☐ Said person provided the following type of identification: \_\_\_\_\_

WITNESS my hand and official seal in the County and State last aforesaid this 25 day of May, A.D. 2004.  
[Signature]  
Kimberly M. McAllister-Smith  
MY COMMISSION # CC944606 EXPIRES  
June 12, 2004  
BONDED THROUGH TROY FARM INSURANCE, INC.

MY COMMISSION EXPIRES:

Printed Notary Signature  
Commission No. \_\_\_\_\_

Printed Notary Signature  
Commission No. \_\_\_\_\_