

Division of Corporations

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Florida Department of State
Division of Corporations
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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L06-32712

MERGER OR SHARE EXCHANGE

Ogilvie Road Development, L.L.C.

Certificate of Status	0
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ARTICLES OF MERGER

SECRETARY OF STATE
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Pursuant to the provisions of Section 608.4382 of the Florida Statutes, the undersigned organizations adopt the following Articles of Merger:

1. In the manner prescribed by Section 608.4381(2) of the Florida Statutes, the following Plan of Merger was approved by the written consent of James E. Putnal, Managing Member of Ogilvie Road Development, L.L.C., a Florida limited liability company, whose address is 4971 Scenic Marsh Court, Jacksonville, Florida 32226 and whose Florida document/registration number is L04000028814 (hereinafter referred to as the "Surviving Company") and by the written consent of James E. Putnal, Managing Member of Anna Hoyt Carter, L.L.C., a Florida limited liability company, whose address is 5150 Belfort Road, Building 100, Jacksonville, Florida 32256 and whose Florida document/registration number is L06000032712. (hereinafter referred to as the "Absorbed Entity"), which Absorbed Entity's sole asset is an undivided interest in and to that certain real property described on Exhibit A attached hereto:

PLAN OF MERGER

Section One. Merger. Anna Hoyt Carter, L.L.C., a Florida limited liability company, (sometimes the "Absorbed Entity" and as owner of an undivided interest in and to that certain real property described in Exhibit A attached hereto), shall merge with and into Ogilvie Road Development, L.L.C., a Florida limited liability company, (sometimes the "Surviving Company"), whose address is 4971 Scenic Marsh Court, Jacksonville, Florida 32226 and whose Florida document/registration number is L04000028814.

Section Two. Terms and Conditions. On the effective date of the merger, the Surviving Company shall succeed to all the rights, privileges, immunities, and franchises, and all the property, real, personal and mixed, of the Absorbed Entity, without the necessity for any separate transfer. The Surviving Company shall thereafter be responsible and liable for all liabilities and obligations of the Absorbed Entity then owing as of such date with respect to the Absorbed Entity, and neither the rights of creditors nor any liens on the property of the Absorbed Entity shall be impaired by the merger.

Section Three. Conversion of Interests. The manner and basis of converting the ownership interests of the Absorbed Entity into interests in the Surviving Company is as follows:

The entire ownership interests of the Absorbed Entity held on the effective date of the merger shall be converted into one hundred (100%) percent of the membership interests in the Surviving Company. The Members of the Absorbed Entity are the only Members of the Surviving Company. Each Member of the Absorbed Entity shall receive Membership Interests in the Surviving Company in proportion to the Membership Interest each Member held in the Absorbed Entity.

Section Four. Changes in Articles of Organization. The Articles of Organization of the Surviving Company shall continue to be its Articles of Organization following the effective date of the merger.

Section Five. Changes in Operating Agreement. The Operating Agreement of the Surviving Company shall continue to be its Operating Agreement following the effective date of the merger.

Section Six. Managing Member. The Managing Member of the Surviving Company on the effective date of the merger shall continue as the Managing Member of the Surviving Company. The

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Managing Member of the Surviving Company is James E. Putnal, 4971 Scenic Marsh Court, Jacksonville, Florida 32226.

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Section Seven. Approval by Members of the Surviving Company, the Surviving Company and All of the Members of the Absorbed Entities. This Plan of Merger has been approved by the Members of the Surviving Company, the Surviving Company and by all of the Members of the Absorbed Entity.

Section Eight. Effective Date of Merger. The effective date of this merger shall be the date the Articles of Merger are filed with Florida Secretary of State.

2. The Plan of Merger meets the requirements of Section 608.438 of the Florida Statutes, and has been approved by the Managing Member of the Surviving Company, and by all of the Members of the Absorbed Entity in accordance with Chapters 608 of the Florida Statutes.

3. The merger is permitted under the respective laws of all applicable jurisdictions and is not prohibited by the Operating Agreement or the Articles of Organization of any limited liability company that is a party to the merger.

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The undersigned Ogilvie Road Development, L.L.C. and Anna Hoyt Carter, L.L.C. have caused these Articles of Merger of Anna Hoyt Carter, L.L.C. into Ogilvie Road Development, L.L.C. duly executed this 31st day of March, 2006.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Ogilvie Road Development, L.L.C.,
a Florida limited liability company

By: 
James E. Putnal, Managing Member

"Surviving Company"

Anna Hoyt Carter, L.L.C.,
a Florida limited liability company

By: 
James E. Putnal, Managing Member

"Absorbed Entity"

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA,

EXHIBIT A

A PARCEL OF LAND, BEING A PORTION OF LOTS 6 AND 9, OF THE A.G. OGILVIE HOMESTEAD, AS SHOWN ON THE PLAT THEREOF, RECORDED IN PLAT BOOK 1, PAGE 32, OF THE PUBLIC RECORDS OF NASSAU COUNTY, AND BEING A PORTION OF THE WILLIAM GIBSON GRANT, SECTION 46, TOWNSHIP 2 NORTH, RANGE 25 EAST, NASSAU COUNTY, FLORIDA, SAID PARCEL OF LAND BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

FOR A POINT OF REFERENCE, COMMENCE AT THE INTERSECTION OF THE WESTERLY LINE OF SAID WILLIAM GIBSON GRANT, SECTION 46, TOWNSHIP 2 NORTH, RANGE 25 EAST, WITH THE CENTERLINE OF LEM TURNER ROAD, (ALSO KNOWN AS STATE ROAD No. 115); A 100 FOOT PUBLIC ROAD RIGHT OF WAY, AS PER STATE OF FLORIDA STATE ROAD DEPARTMENT RIGHT OF WAY MAP, SAID POINT BEING STATION 170+78.62, AS SHOWN ON THE AFORESAID STATE ROAD DEPARTMENT RIGHT OF WAY MAPS, AND RUN THENCE SOUTH 78°07'35" EAST, ALONG SAID CENTERLINE OF LEM TURNER ROAD, A DISTANCE OF 2,278.35 FEET, TO THE POINT OF CURVATURE, (AT STATION 148+00.27), OF A CURVE LEADING SOUTHEASTERLY; THENCE SOUTHEASTERLY, ALONG AND AROUND THE ARC OF A CURVE, BEING CONCAVE SOUTHWESTERLY, AND HAVING A RADIUS OF 1,910.08 FEET, THROUGH A CENTRAL ANGLE OF 15°18'40" TO THE RIGHT, AN ARC DISTANCE OF 510.43 FEET, TO A POINT, LAST SAID ARC BEING SUBTENDED BY A CHORD BEARING AND DISTANCE OF SOUTH 70°28'15" EAST, 508.91 FEET; RUN THENCE NORTH 85°53'25" EAST, A DISTANCE OF 93.15 FEET, TO A POINT AT THE INTERSECTION OF THE EASTERLY RIGHT OF WAY LINE OF SAID LEM TURNER ROAD, WITH THE NORTHERLY RIGHT OF WAY LINE OF OGILVIE ROAD, (A 40 FOOT ROAD RIGHT OF WAY), AND THE POINT OF BEGINNING.

FROM THE POINT OF BEGINNING THUS DESCRIBED; RUN THENCE, ALONG THE AFORESAID NORTHERLY RIGHT OF WAY LINE OF SAID LEM TURNER ROAD, ALONG AND AROUND THE ARC OF A CURVE, BEING CONCAVE SOUTHWESTERLY, AND HAVING A RADIUS OF 1,950.08 FEET, THROUGH A CENTRAL ANGLE OF 05°14'04" TO THE LEFT, AN ARC DISTANCE OF 179.07 FEET, TO A POINT ON THE WESTERLY LINE OF LANDS DESCRIBED AND RECORDED IN OFFICIAL RECORDS BOOK 258, PAGE 385 OF THE PUBLIC RECORDS OF SAID NASSAU COUNTY, LAST SAID ARC BEING SUBTENDED BY A CHORD BEARING AND DISTANCE OF NORTH 62°33'54" WEST, 179.01 FEET; RUN THENCE, ALONG THE WESTERLY LINE OF LANDS DESCRIBED AND RECORDED IN DEED BOOK 258, PAGE 385, (ALSO BEING THE EASTERLY LINE OF LANDS DESCRIBED AND RECORDED IN OFFICIAL RECORDS BOOK 294, PAGE 351, (PARCEL "A"), OF THE PUBLIC RECORDS OF SAID NASSAU COUNTY, FLORIDA, THE FOLLOWING TWO (2) COURSES AND DISTANCES:

COURSE No. 1: NORTH 13°01'35" WEST, A DISTANCE OF 1,760.11 FEET, TO A POINT;

COURSE No. 2: NORTH 43°36'45" EAST, A DISTANCE OF 1,440.11 FEET, TO A POINT ON THE NORTHERLY LINE OF SAID LOT 6, A.G. OGILVIE HOMESTEAD, AS SHOWN ON THE PLAT THEREOF, RECORDED IN PLAT BOOK 1, PAGE 32 OF THE PUBLIC RECORDS OF SAID NASSAU COUNTY, FLORIDA, (ALSO BEING THE SOUTHERLY LINE OF LOT 10, AND THEN LOT 11, OF AFORESAID A.G. OGILVIE HOMESTEAD); RUN THENCE, ALONG THE NORTHERLY LINE OF SAID LOT 6, THE FOLLOWING THREE (3) COURSES AND DISTANCES:

COURSE No. 1: SOUTH 85°50'25" EAST, A DISTANCE OF 1,340.58 FEET, TO A POINT;

COURSE No. 2: SOUTH 58°54'55" EAST, A DISTANCE OF 2,842.99 FEET, TO A POINT;

COURSE No. 3: SOUTH 56°24'55" EAST, A DISTANCE OF 827.18 FEET, TO A POINT ON THE EASTERLY LINE OF AFORESAID LOT 6; RUN THENCE, ALONG THE AFORESAID EASTERLY LINE OF LOT 6, A.G. OGILVIE HOMESTEAD, (ALSO BEING THE WESTERLY LINE OF LOT 14, A.G. OGILVIE HOMESTEAD), THE FOLLOWING TWO (2) COURSES AND DISTANCES:

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COURSE No. 1: SOUTH 07°55'15" WEST, A DISTANCE OF 1,099.71 FEET, TO A POINT;
COURSE No. 2: SOUTH 22°31'55" WEST, A DISTANCE OF 1,022.35 FEET, TO A POINT;
RUN THENCE NORTH 61°55'15" WEST, A DISTANCE OF 898.90 FEET, TO A POINT; RUN
THENCE NORTH 79°16'15" WEST, A DISTANCE OF 505.27 FEET, TO A POINT ON THE
EASTERLY RIGHT OF WAY LINE OF OGILVIE ROAD, (A 40 FOOT ROAD RIGHT OF WAY,
AS PRESENTLY ESTABLISHED); RUN THENCE, ALONG THE AFORESAID EASTERLY
RIGHT OF WAY LINE OF OGILVIE ROAD, THE FOLLOWING SIX (6) COURSES AND
DISTANCES:

COURSE No. 1: NORTH 01°18'45" WEST, A DISTANCE OF 326.48 FEET, TO A POINT;
COURSE No. 2: NORTH 06°32'08" WEST, A DISTANCE OF 117.90 FEET, TO A POINT;
COURSE No. 3: NORTH 24°12'21" WEST, A DISTANCE OF 222.46 FEET, TO A POINT;
COURSE No. 4: NORTH 45°34'26" WEST, A DISTANCE OF 123.82 FEET, TO A POINT;
COURSE No. 5: NORTH 73°07'58" WEST, A DISTANCE OF 354.59 FEET, TO A POINT;
COURSE No. 6: NORTH 83°34'42" WEST, A DISTANCE OF 52.81 FEET, TO A POINT; RUN
THENCE NORTH 08°25'18" EAST, A DISTANCE OF 282.68 FEET, TO A POINT; RUN THENCE
NORTH 83°34'42" WEST, A DISTANCE OF 316.40 FEET, TO A POINT; RUN THENCE NORTH
03°06'10" EAST, A DISTANCE OF 4.12 FEET, TO A POINT; RUN THENCE NORTH 84°26'50"
WEST, A DISTANCE OF 150.00 FEET, TO A POINT; RUN THENCE NORTH 89°20'50" WEST,
A DISTANCE OF 150.00 FEET, TO A POINT; RUN THENCE NORTH 03°06'10" EAST, A
DISTANCE OF 9.70 FEET, TO A POINT; RUN THENCE SOUTH 87°51'40" WEST, A DISTANCE
OF 454.29 FEET, TO A POINT; RUN THENCE SOUTH 01°08'07" EAST, A DISTANCE OF 9.66
FEET, TO A POINT; RUN THENCE SOUTH 86°14'21" WEST, A DISTANCE OF 149.74 FEET,
TO A POINT; RUN THENCE SOUTH 01°08'07" EAST, A DISTANCE OF 291.22 FEET, TO A
POINT ON THE NORTHERLY RIGHT OF WAY LINE OF SAID OGILVIE ROAD; RUN THENCE
NORTH 04°10'50" WEST, DEPARTING FROM AFORESAID RIGHT OF WAY LINE, A
DISTANCE OF 480.64 FEET, TO A POINT; RUN THENCE SOUTH 86°25'50" WEST, A
DISTANCE OF 229.00 FEET, TO A POINT; RUN THENCE SOUTH 04°10'55" EAST, A
DISTANCE OF 154.74 FEET, TO A POINT; RUN THENCE SOUTH 86°25'50" WEST, A
DISTANCE OF 401.00 FEET, TO A POINT; RUN THENCE SOUTH 04°10'55" EAST, A
DISTANCE OF 35.50 FEET, TO A POINT; RUN THENCE SOUTH 86°25'50" WEST, A
DISTANCE OF 458.00 FEET, TO A POINT; RUN THENCE SOUTH 04°10'55" EAST, A
DISTANCE OF 290.40 FEET, TO A POINT ON THE NORTHERLY RIGHT OF WAY LINE OF
OGILVIE ROAD; RUN THENCE SOUTH 86°25'50" WEST, ALONG THE AFORESAID
NORTHERLY RIGHT OF WAY LINE OF SAID OGILVIE ROAD, A DISTANCE OF 156.40 FEET,
TO THE POINT OF BEGINNING.

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