

L04000087293

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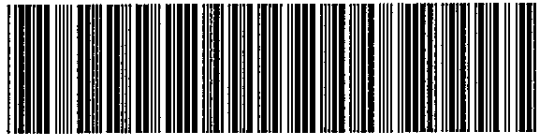
(Business Entity Name)

(Document Number)

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January 7, 2005

**CORPORATION NAME (S) AND DOCUMENT NUMBER (S):**

South Broadway at Simpson Center, L.L.C.

**Filing Evidence**

- ☒ Plain/Confirmation Copy
- ☐ Certified Copy

**Retrieval Request**

- ☐ Photocopy
- ☐ Certified Copy

**Type of Document**

- ☐ Certificate of Status
- ☐ Certificate of Good Standing
- ☐ Articles Only
- ☐ All Charter Documents to Include Articles & Amendments
- ☐ Fictitious Name Certificate
- ☐ Other

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

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of RA Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input checked="" type="checkbox"/>	Merger

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

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

## ARTICLES OF MERGER

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:

Name and Street Address: SOUTH BROADWAY AT SIMPSON CENTER, LLC  
43 Avenue of Champions, Nicholasville, KY 40356

Jurisdiction: Kentucky

Entity Type: Limited Liability Company

Florida Document/Registration Number: N/A

FEI Number: 01-1314691

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

Name and Street Address: SOUTH BROADWAY AT SIMPSON CENTER, L.L.C.  
14505 Gulf Boulevard, Madeira Beach, FL 33798

Jurisdiction: Florida

Entity Type: Limited Liability Company

Florida Document/Registration Number: L04000087293

FEI Number: 20-2115464

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 this 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

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liability company that is a party to this 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.

NINTH: The merger shall become effective upon the date of the Articles of Merger are filed with the Florida Department of State

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

ELEVENTH:

Signatures for Each Party:

SOUTH BROADWAY AT SIMPSON CENTER, LLC  
A Kentucky Limited Liability Company

Signed: \_\_\_\_\_

Carl B. White, Managing Member

SOUTH BROADWAY AT SIMPSON CENTER, L.L.C.  
A Florida Limited Liability Company

Signed: \_\_\_\_\_

Carl B. White, Managing Member

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## 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:

Name: SOUTH BROADWAY AT SIMPSON CENTER, LLC  
Jurisdiction: Kentucky

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

Name: SOUTH BROADWAY AT SIMPSON CENTER, L.L.C.  
Jurisdiction: Florida

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

Upon consummation of the merger, the following terms and conditions shall be in effect:

The entities which are a party to the merger shall be a single entity, which shall be SOUTH BROADWAY AT SIMPSON CENTER, L.L.C. (hereinafter the "Surviving Entity"), a Florida limited liability company;

The separate existence of each entity party to the merger, except the Surviving Entity, shall cease;

The Surviving Entity shall thereupon and thereafter possess all the rights, privileges, immunities, powers, and franchises, of a public as well as a private nature, of each entity party to the merger, and shall be subject to all the restrictions, disabilities, and duties of each of such entities to the extent such rights, privileges, immunities, powers, franchises, restrictions, disabilities, and duties are applicable to the form of existence of the Surviving Entity;

All property, real, personal, and mixed, all debts due on whatever account, including promises to make contributions to stated capital and subscriptions, all other choses in action, and all and every other interest of or belonging to or due to each of the entities party to the merger shall be vested in the Surviving Entity without further act or deed;

The title to all real estate and any interest therein vested in any such entity shall not revert or be in any way impaired by reason of such merger;

The Surviving Entity shall be responsible and liable for all liabilities and obligations of each of the entities so merged, and any claim existing or action or proceeding pending by or against any such entity may be prosecuted as if such merger had not taken place or the Surviving Entity may be substituted in the action; and

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Neither the rights of creditors nor any liens on the property of any constituent entity shall be impaired by the merger.

FOURTH: The manner and basis for converting the interests in the Merging Entity into interest or obligations of the Surviving Entity or into money or other property in whole or in part, is as follows:

The merger shall effect no change in any of the ownership interests in the Surviving Entity.

In the merger, all of the ownership interests in the Merging Entity shall be cancelled.

The shares or other interests in the Merging Entity that are to be converted or exchanged into interests, shares or other securities, cash, obligations, or other property in the Surviving Entity under the terms of the articles of merger shall be so converted, and the former holders thereof shall be entitled only to the rights provided in the articles of merger or the rights otherwise provided by law.

(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:

The merger shall effect no change in any of the Surviving Entity's rights to acquire interests, shares, obligations or other securities.

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

Carl B. White  
14505 Gulf Blvd.  
Madeira Beach, FL 33798

SOUTH BROADWAY AT SIMPSON CENTER, LLC  
A Kentucky Limited Liability Company

Signed: \_\_\_\_\_

Carl B. White, Managing Member

SOUTH BROADWAY AT SIMPSON CENTER, L.L.C.  
A Florida Limited Liability Company

Signed: \_\_\_\_\_

Carl B. White, Managing Member

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