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Division of Corporations

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MERGER OR SHARE EXCHANGE THE ARUNDEL CORPORATION

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SEP 27 2012

EXAMINER

CERTIFICATE OF MERGER OF ROCKLAND LLC INTO THE ARUNDEL CORPORATION

September 21, 2012

In accordance with the provisions of Section 508.4382 of the Florida Limited Liability Company Act (the "Act"), The Arundel Corporation, a Maryland corporation, does hereby deliver this Certificate of Merger for the purpose of merging Rockland LLC, a Florida limited liability company, with and into The Arundel Corporation, a Maryland corporation (the "Merger"), with The Arundel Corporation being the surviving corporation in the Merger,

- 1. The Agreement and Plan of Merger (the "Plan") is attached hereto as Exhibit A.
- 2. The Plan was approved by The Arundel Corporation in accordance with the applicable laws of the state of Maryland.
- 3. The Plan was approved by Rockland LLC in accordance with the applicable provisions of Chapter 608 of the Act.
- 4. The Merger shall become effective at 11:59 p.m., Eastern Daylight Time, on September 30, 2012.
- 5. The street address of The Arundel Corporation's principal office is 1200 Urban Center Drive, Birmingham, Alabama 35242.
- 6. As the surviving corporation in the Merger, The Arundel Corporation hereby appoints the Secretary of State of the State of Florida as its agent for service of process in any proceeding to enforce obligations of Rockland LLC. The address to which a copy of such process shall be mailed by the Secretary of State of the State of Florida is 1200 Urban Center Drive, Birmingham, AL 35242
- 7. As the surviving corporation in the Merger, The Arundel Corporation has agreed to pay to any members of Rockland LLC with appraisal rights the amount to which such members are entitled under the Act.

[Signature Page Follows]

Dated as of the date first above written.

THE ARUNDEL CORPORATION

Name Jerry F. Perkins Jr.

Its: Vice President

ROCKLAND LLC

Name Jerry F. Perkinsor.

Its: Vice President

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Exhibit A

Agreement and Plan of Merger

See attached.

AGREEMENT AND PLAN OF MERGER

of

ROCKLAND LLC A Florida limited liability company Into

THE ARUNDEL CORPORATION A Maryland corporation

September 21, 2012

Pursuant to Section 608.438 of the Florida Business Corporation Act (the "Florida Act") and Sections 4A-701 et seq. of the Maryland General Corporation Law (the "Maryland Law"), Rockland LLC, a Florida limited liability company, and The Arundel Corporation, a Maryland corporation, hereby adopt the following Agreement and Plan of Merger (the "Plan") as of the date first above written:

- The names of the constituent entities that are parties to the merger are The Arundel Corporation, a Maryland corporation ("Arundel"), the parent corporation, and Rockland LLC, a Florida limited liability company ("Rockland"), the subsidiary company. Pursuant to this Agreement and Plan of Merger, Rockland shall be merged with and into Arundel (the "Morger").
- 2. The name of the surviving entity is The Arundel Corporation, a Maryland corporation.
- Arundel is and will be a corporation organized and existing under the laws of the State of Maryland. Immediately prior to the Morger, Arundel owns one hundred percent (100%) of the outstanding membership interest of Rockland.
- 4. The Merger shall become effective at 11:59 p.m., Eastern Daylight Time, on September 30, 2012 (the "Effective Time").
- 5. At the Effective Time of the Merger, the following shall occur:
 - (n) The Arundel Corporation. By virtue of the Merger and without any action on the part of the holders thereof, the shares of common stock of Arundel then issued and outstanding will not be converted or altered in any manner and will temain outstanding as shares of common stock of Arundel. Without limiting the foregoing, the sole shareholder of Arundel immediately before the Effective Time will have the same number of shares of common stock in Arundel immediately thereafter.
 - (b) Rockland. By virtue of the Merger and without any action on the part of the holder thereof, the membership interest of Rockland then outstanding

held at the Effective Time of the Merger shall be cancelled, and no consideration (in the form of shares of common stock in Arundel or otherwise) shall be paid therefor.

- 6. The street address of Arundel's principal place of business is and will be 1200 Urban Center Drive, Birmingham, Alabama 35242.
- 7. This Agreement and Plan of Morger shall be binding upon, and inure to the benefit of, the parties hereto and their respective successors and assigns. This Agreement and Plan of Merger may be executed simultaneously in two or more counterparts, each of which shall be deemed an original, but all of which together shall constitute one and the same instrument. This Agreement and Plan of Merger, including the other documents referred to herein, contains the entire understanding of the parties with respect to the subject matter hereof.

[Signature Page Follows]

9/25/2012 5:42:27 PM PAGE 7/007 Fax Server

IN WITNESS THEREOF, the undersigned have caused this Agreement and Plan of Merger to be executed by their duly authorized representatives as of the date first above written.

THE ARUNDEL CORPORATION

/:__

Namey Joyry F. Perkins It.

Its: Vice President

ROCKLAND LLC

Bv

Name: /Jerry F. Perkins Jr.

Its: Vice President

Fax Server

Winderweedle, Haines, Ward & Woodman, P.A.

ATTORNEYS AT LAW

MAIN TELEPHONE (407) 423-4246 WWW.WHWW.COM

Please Reply To:

Orlando Office

M. Deborah Fricke Corporate Paralegul Direct Dial: (407) 245-8678 E-mail: dfricke@whww.com

August 13, 2012

VIA FACSIMILE NO. 850-245-6897

Department of State Division of Corporations 409 B. Gaines Street Tallahassee, Florida 32399

Re:

Lake Saunders Builders, LLC

Document No. L02000030838

Dear Sir/Madam:

Please note that the new registered office address of the above-referenced company is as follows:

390 N. Orange Avenue, Suite 1500 Orlando, Florida 32801

Also note that the registered agent has <u>not</u> changed. Please change your records accordingly.

Sincerely,

M. Deborah Fricke

Florida Registered Paralegal