

LOS000 31852

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP     WAIT     MAIL

(Business Entity Name)

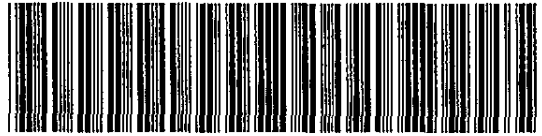
(Document Number)

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

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3/21  
*[Signature]*



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01059  
1000

**COVER LETTER**

**TO:** Registration Section  
Division of Corporations

**SUBJECT:** SP Garden Trail LLC  
(Name of Surviving Party)

The enclosed Certificate of Merger and fee(s) are submitted for filing.

Please return all correspondence concerning this matter to:

Amber F. Williams

(Contact Person)

Pepple Johnson Cantu & Schmidt PLLC

(Firm/Company)

25400 US Highway 19 North, Suite 116

(Address)

Clearwater, Florida 33763

(City, State and Zip Code)

For further information concerning this matter, please call:

Amber F. Williams

(Name of Contact Person)

at ( 727 ) 724-0100

(Area Code and Daytime Telephone Number)

Certified copy (optional) \$30.00

**STREET ADDRESS:**

Registration Section  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301

**MAILING ADDRESS:**

Registration Section  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314

RECEIVED  
CORPORATION DIVISION  
FEB 11 2003  
TALLAHASSEE, FL

**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>
SP Eldridge Place LLC	Florida	limited liability company
<u>L05000036903</u>		

**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>
SP Garden Trail LLC	Florida	limited liability company
<u>L05000031852</u>		

**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 entitled 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:


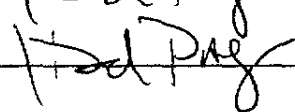
a.) Lists the following street and mailing address of an office, which the Florida Department of State may use for the purposes of s. 48.181, F.S., are as follows:

Street address: N/A

Mailing address: N/A

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:
SP Eldridge Place LLC		J. David Page, Manager
SP Garden Trail LLC		J. David Page, Manager

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

RECEIVED  
 AUG 15 2011  
 2011 AUG 15 10:00 AM  
 STATE OF FLORIDA  
 SECRETARY OF STATE

**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>
SP Eldridge Place 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>
SP Garden Trail LLC	Florida	limited liability company

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

See Exhibit "A" attached hereto

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\_\_\_\_\_

\_\_\_\_\_

\_\_\_\_\_

*(Attach additional sheet if necessary)*

03/13/14 PM 12:02  
03/13/14

**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:

The membership interests of each member of the Merging  
Company outstanding at the time of the effective Merger  
shall be cancelled. No further membership interests in the  
Surviving Company shall be issued due to the commonality of  
ownership between the Merging Company and the Surviving  
Company.

*(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:

N/A

*(Attach additional sheet if necessary)*

01/10/15 PM 12:02

01/10/15 PM 12:02

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

N/A

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*(Attach additional sheet if necessary)*

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

N/A

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*(Attach additional sheet if necessary)*

00000016 FID: 02  
STATE  
FLORIDA



EXHIBIT "A"

Upon the Merger becoming effective, all property, real, personal and mixed, of every kind, make description, and all rights, privileges, powers and franchises, whether or not by their terms assignable, and all immunities, of a public and of a private nature, and all debts due the Merging Company, on whatever account and other choses in action belonging to them shall be taken and be deemed to be transferred to and vested in the Surviving Company, and shall be thereafter as effectively the property of the Surviving Company, as they were of the Merging Company, and the title to any property, real, personal or mixed, wherever situated, and the ownership of any right or privilege vested in the Merging Company shall not revert or be lost or be adversely affected or be in any way impaired by reason of the Merger, but shall vest in the Surviving Company; all rights of creditors and all liens upon the property of any of the constituent Companies shall be preserved unimpaired, limited to the property affected by such liens at the time of the Merger becoming effective; and all debts, contracts, liabilities, obligations and duties of the Merging Company shall thenceforth attach to the Surviving Company and may be enforced against it to the same extent as they had been incurred or contracted by it.

RECORDED  
STATE  
FLORIDA

2008 JUN 16 PM 12:09

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