

L05000032004

Florida Department of State
Division of Corporations
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TALLAHASSEE, FL 32399

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MERGER OR SHARE EXCHANGE

PALM BEACH WHITE HOUSE GROUND LEASES, LLC

Certificate of Status	1
Certified Copy	1
Page Count	03
Estimated Charge	\$67.50

17 MAR 15 PM 12:50

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**ARTICLES OF MERGER
FOR
FLORIDA LIMITED LIABILITY COMPANY**

The following Articles of Merger is being submitted in accordance with section 605.1025, Florida Statutes.

FIRST:

The exact name, street address of its principal office, jurisdiction, and entity type for each merging entity are as follows:

<u>Name and Street Address</u>	<u>Jurisdiction</u>	<u>Entity Type-Doc Number</u>
Palm Beach White House Ground Leases, LLC 2850 S. Douglas Road Suite 302 Coral Gables, FL 33134	Florida	Limited Liability Company T.05000032004
Palm Beach White House Ground Leases Partnership 2850 S. Douglas Road Suite 302 Coral Gables, FL 33134	Florida	General Partnership Florida <u>GP1700000300</u>

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CLERK OF CIRCUIT COURT
IN AND FOR THE COUNTY OF DADE
FLORIDA

SECOND:

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

<u>Name and Street Address</u>	<u>Jurisdiction</u>	<u>Entity Type</u>
Palm Beach White House Ground Leases, LLC 2850 S. Douglas Road Suite 302 Coral Gables, FL 33134	Florida	Limited Liability Company

THIRD:

The merger was approved by each domestic merging entity that is a limited liability company in accordance with sections 605.1021-605.1026; by each other merging entity in accordance with the laws of its jurisdiction; and by each member of such limited liability company who as a result of the merger will have interest holder liability under section 605.1023(1)(h), Florida Statutes.

FOURTH:

The surviving entity exists before the merger and is a domestic filing entity.

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FIFTH:

The entity agrees to pay any members with appraisal rights the amount to which members are entitled un sections 605.1061-605.1072, Florida Statutes

SIXTH:

The merger shall become effective as of the date the Articles of Merger are filed with the Florida Department of State.

SEVENTH:

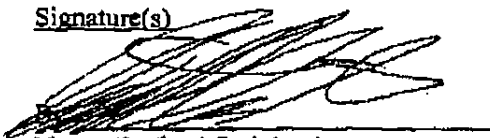
The Articles of Merger comply and were executed in accordance with the laws of each party's applicable jurisdiction.

EIGHTH:

Name of Entity

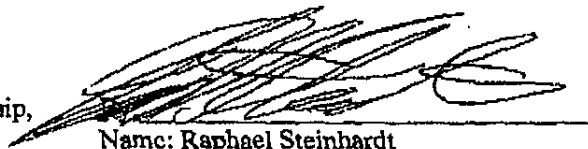
Signature(s)

Palm Beach White House Ground Leases, LLC,
a Florida limited liability company



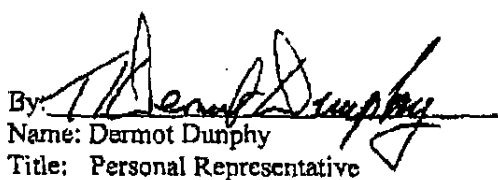
By: _____
Name: Raphael Steinhardt
Title: Manager

Palm Beach White House Ground Leases Partnership,
a Florida general partnership



By: _____
Name: Raphael Steinhardt
Title: Partner

Estate of Joan Dunphy,
Dermot Dunphy as Personal Representative



By: _____
Name: Dermot Dunphy
Title: Personal Representative