

L05000039046

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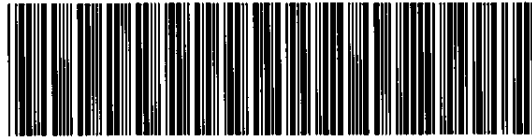
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CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
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Newport Investments, Inc.

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- ☐ Art of Inc. File
- ☐ LTD Partnership File
- ☐ Foreign Corp. File
- ☐ L.C. File
- ☐ Fictitious Name File
- ☐ Trade/Service Mark
- ☒ Merger File
- ☐ Art. of Amend. File
- ☐ RA Resignation
- ☐ Dissolution / Withdrawal
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- ☐ Cert. Copy
- ☒ Photo Copy
- ☐ Certificate of Good Standing
- ☐ Certificate of Status
- ☐ Certificate of Fictitious Name
- ☐ Corp Record Search
- ☐ Officer Search
- ☐ Fictitious Search
- ☐ Fictitious Owner Search
- ☐ Vehicle Search
- ☐ Driving Record
- ☐ UCC 1 or 3 File
- ☐ UCC 11 Search
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**ARTICLES OF MERGER OF SANDS POINT INVESTMENTS, LLC
INTO NEWPORT INVESTMENTS, LLC**

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2006 MAY 18 PM 3:40
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

Pursuant to the provisions of Chapter 621 and Section 608.4381 and 608.4382 Florida Statutes, the above referenced Limited Liability Companies hereby file these Articles of Merger and state:

Article I

The Plan of Merger (the "Plan") is attached hereto as Exhibit "A" and is incorporated herein by reference.

Article II

L05000039046

The names of the limited liability companies subject to this merger are Newport Investments, LLC, (the "Surviving Company") and Sands Point Investments, LLC (the "Merging Company").

L05000039047

Article III

18,

The effective date of the merger shall be May 12, 2006.

Article IV

Member approval was required and obtained by both the Surviving Company and the Merging Company. The merger was unanimously approved by the Members of each Company.

Article V

The date that the merger was adopted by the Members of the Surviving Company was May 12, 2006. The date of the merger was adopted by the Members of the Merging Company was May 12, 2006.

Article VI

The Articles of Organization of the Surviving Company are hereby amended as follows:

- A. The name of the Company shall be: Newport Investments, LLC
- B. The Managers of the Surviving Company shall be: John P. McGeough and Regina M. McGeough

In witness whereof the parties hereto set their seal as of the date below written.

Dated the 9 day of May, 2006

NEWPORT INVESTMENTS, LLC

By: 

John P. McGeough,
Sole Member and Manager

Dated the 9 day of May, 2006

SANDS POINT INVESTMENTS, LLC

By: 

Regina M. McGeough,
Sole Member and Manager

**PLAN OF MERGER BETWEEN SANDS POINT INVESTMENTS, LLC
(THE "MERGING COMPANY") AND NEWPORT INVESTMENTS, LLC
(THE "SURVIVING COMPANY")**

Pursuant to the provisions of Chapter 621 and Section 608.4381 and 608.4382 Florida Statutes, the above referenced Companies by and through their Members do unanimously adopt, ratify and confirm this Plan of Merger (the "Plan") between the two Companies and state:

Article I

The names of the Companies subject to this merger are Sands Point Investments, LLC, and Newport Investments, LLC

Article II

Sands Point Investments, LLC, shall be the "Merging Company" and Newport Investments, LLC, shall be the "Surviving Company."

Article III

The merger shall have an effective date of May ^{18,}~~12,~~ 2006. All of the Ownership Interest of Sands Point Investments, LLC, shall be tendered to the Surviving Company and Ownership Interest in the Surviving Company shall be issued to the previous Members of the Merging Company in such amounts as agreed to by the parties.

Article IV

The name of the Surviving Company shall be Newport Investments, LLC, and therefore the Articles of Organization of the Surviving Company shall be amended to reflect this name change.

Article V

The address of the principal place of business of the Surviving Company shall remain at 107 Sands Point Drive, Tierra Verde, FL 33715. The registered agent shall be Steven W. Moore, 8200 Bryan Dairy Road, Suite 300, Largo, Florida 33777.

The above Plan of Merger has been unanimously adopted by the Members of both the Surviving Company and the Merging Company on May 12, 2006.

Dated the 9th day of May, 2006

NEWPORT INVESTMENTS, LLC

By: 

John P. McGeough,
Sole Member and Manager

Dated the 9th day of May, 2006

SANDS POINT INVESTMENTS, LLC

By: 

Regina M. McGeough,
Sole Member and Manager