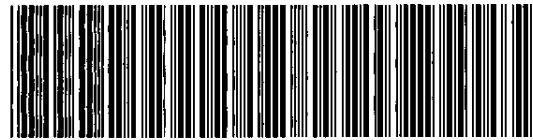


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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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EXAMINER

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jsimoneau@millermartin.com

December 16, 2011

VIA FEDERAL EXPRESS

Florida Secretary of State – Registration Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, Florida 32301

Re: Merger of NEWSUMSQ LLC with and into CED SUMMERFIELD SQUARE, LLC

Dear Sir or Madam:

Enclosed for filing are the originals plus one copy of the Certificate of Merger of NEWSUMSQ LLC with and into CED SUMMERFIELD SQUARE, LLC, with the Plan of Merger attached. The surviving entity of the merger is CED SUMMERFIELD SQUARE, LLC.

I am requesting that a Certified copy of the merger filing be returned to me at the above address. If you have questions, or if you need further information concerning this matter, please call me at the telephone number above.

A check in the amount of \$50.00 is enclosed which represents your fee for filing the merger documents and another check in the amount of \$30.00 which represents your fee for the Certified copy of the merger filing.

Please return the Certified copy of the merger filing in the Federal Express envelope I have enclosed. Thank you for your assistance with this filing.

Best regards,



Joyce Simoneau
Paralegal

/js
Enclosures

CERTIFICATE OF MERGER OF

NEWSUMSQ LLC L 11080036077
a Florida limited liability company

WITH AND INTO

CED SUMMERFIELD SQUARE, LLC
a Florida limited liability company

L 05000085499

This Certificate of Merger is hereby submitted in accordance with the Florida Limited Liability Company Act (the "Florida Act"), pursuant to Section 608.4382, Florida Statutes.

1. The Plan of Merger whereby NEWSUMSQ LLC, a Florida limited liability company (the "NSS"), is merged with and into CED SUMMERFIELD SQUARE, LLC, a Florida limited liability company, is attached hereto as Appendix A (the "Plan").

2. The surviving entity of such merger is CED SUMMERFIELD SQUARE, LLC, a Florida limited liability company ("CEDSS").

3. The Plan was duly authorized and approved by the members and manager of NSS in accordance with the applicable provisions of the Florida Act. The Plan was duly authorized and approved by the members and manager of CEDSS in accordance with the applicable provisions of the Florida Act.

4. The merger shall become effective on the date this Certificate of Merger is filed with the Florida Department of State.

[Signature page follows]

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TALLAHASSEE, FLORIDA

IN WITNESS WHEREOF, the parties hereto have caused this Certificate of Merger to be executed this the 14th day of December, 2011.

CED SUMMERFIELD SQUARE, LLC,
a Florida limited liability company

By: Coastal Equity Development, LLC, its Manager

By: James A. Harkins III
James A. Harkins III, Manager

NEWSUMSQ LLC,
a Florida limited liability company

By: James A. Harkins III
James A. Harkins III, Manager

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APPENDIX A

PLAN OF MERGER

See Attached.

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TALLAHASSEE, FLORIDA

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TALLAHASSEE FLORIDA

PLAN OF MERGER

THIS PLAN OF MERGER (the "Plan") is made and entered into as of this 19 day of December, 2011, by and between NEWSUMSQ LLC, a Florida limited liability company, and CED SUMMERFIELD SQUARE, LLC, a Florida limited liability company, under the following circumstances:

WITNESSETH:

WHEREAS, the respective members and managers of the Constituent Entities have determined that it is advisable and in the best interests of both entities to merge the Disappearing Entity with and into the Surviving Entity in accordance with the terms and conditions set forth in this Plan.

NOW, THEREFORE, in consideration of the premises and of the mutual agreements, provisions and covenants herein contained and the mutual benefits to be derived therefrom, the parties hereby covenant and agree as follows:

1. On the Effective Date, NEWSUMSQ LLC, a Florida limited liability company (the "Disappearing Entity"), shall merge with and into CED SUMMERFIELD SQUARE, LLC, a Florida limited liability company (the "Surviving Entity").

2. The above merger shall be on the terms and conditions set forth in this Plan. Except as may be specified by statute, the separate existence of the Disappearing Entity shall cease on the Effective Date, and thereupon the Disappearing Entity and the respective Surviving Entity shall become a single entity. For purposes of this Plan, the Disappearing Entity and the Surviving Entity shall be called "Constituent Entities".

3. For purposes of this Plan, the "Effective Date" shall be the date stated within the filings with the offices of the Florida Department of State.

4. Upon the Effective Date, all of the rights, privileges, powers, immunities and franchises of each of the Constituent Entities, both of a public and private nature, and all property, real, personal and mixed and all debts due on whatever account, as well as all choses or things in action, and every other interest belonging to either of the Constituent Entities, shall be taken and deemed to be transferred to and shall be vested in the Surviving Entity without further act or deed, and all such rights, privileges, powers, immunities and franchises, property, debts, choses or things in action, and all and every interest of the Constituent Entities shall be thereafter as effectually the property of the Surviving Entity as they were of the Constituent Entities, and all debts, liabilities, restrictions and duties of the Constituent Entities shall henceforth attach to the Surviving Entity, and may be enforced against it to the same extent as if said debts, liabilities, restrictions and duties had been incurred or contracted by it.

5. Upon the Effective Date (a) the name of the Surviving Entity shall remain unchanged, and (b) the Articles of Organization and the Amended and Restated Operating Agreement, dated on or about the date hereof, of the Surviving Entity as in force and effect upon the Effective Date shall remain unchanged, shall continue in full force and effect until changed,

altered, or amended as therein provided, and shall be the Articles of Organization and the Operating Agreement of the Surviving Entity.

6. All outstanding membership interests in the Surviving Entity shall, upon the Effective Date, continue to be outstanding. All outstanding membership interests in the Disappearing Entity shall, upon the Effective Date, be canceled; provided that (a) the Capital Account of each member of the Disappearing Entity shall be transferred to the Surviving Entity and credited to the Capital Account of each such member in the Surviving Entity, and (b) the Adjusted Capital Contribution of each member of the Disappearing Entity shall be transferred to the Surviving Entity and credited to the Adjusted Capital Contribution of each such member in the Surviving Entity.

7. The Constituent Entities hereby agree that they will execute and deliver, or cause to be executed and delivered, all such deeds and other instruments and will take or cause to be taken such further or other action as the Surviving Entity may deem necessary or desirable in order to vest or perfect in or confirm to the Surviving Entity title to and possession of all the property, rights, privileges, powers, immunities, franchises and interest referred to in this Plan and otherwise to carry out the intent and purpose of this Plan.

8. The manager of the Disappearing Entity and Surviving Entity, respectively, are each hereby authorized, empowered, and directed to do any and all acts and things, and to make, execute, deliver, file and/or record any and all instruments, papers, and documents which shall become necessary, proper, or convenient to carry out or put into effect any of the provisions of this Plan.

[Signatures on following page]

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TALLAHASSEE, FLORIDA

IN WITNESS WHEREOF, the undersigned Constituent Entities have executed this Plan as of the date first above written.

CED SUMMERFIELD SQUARE, LLC,
a Florida limited liability company

By: Coastal Equity Development, LLC, its Manager

By: James A. Harkins III
James A. Harkins III, Manager

NEWSUMSQ LLC,
a Florida limited liability company

By: James A. Harkins III
James A. Harkins III, Manager

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