

L05000094647

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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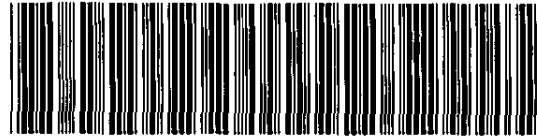
(Business Entity Name)

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LLC Merger

1.

Semoran Airport Hotel, LLC

(CORPORATE NAME AND DOCUMENT #)

2.

(CORPORATE NAME AND DOCUMENT #)

3.

(CORPORATE NAME AND DOCUMENT #)

4.

(CORPORATE NAME AND DOCUMENT #)

5.

(CORPORATE NAME AND DOCUMENT #)

6.

(CORPORATE NAME AND DOCUMENT #)

SPECIAL INSTRUCTIONS:

**CERTIFICATE OF MERGER OF SEMORAN AIRPORT HOTEL, LLC
INTO FORBES PLACE HOTEL, LLC**

The following Certificate of Merger is being submitted to merge the following Florida limited liability companies in accordance with Section 608.4382, Florida Statutes.

FIRST: The exact name, street address of its principal office, jurisdiction, and entity type for the merging party is as follows:

Name: Semoran Airport Hotel, LLC
Address: 60 Pointe Circle
Greenville, South Carolina 29615
Entity Type: A Florida limited liability company
FL Document No.: L09000074144

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

Name: Forbes Place Hotel, LLC
Address: 60 Pointe Circle
Greenville, South Carolina 29615
Entity Type: A Florida limited liability company
FL Document No.: L05000094647

THIRD: The Plan of Merger has been approved by each limited liability company this is a party to the merger, meets the requirements of Section 608.438, Florida Statutes, and was approved by each domestic limited liability company that is a party to the merger, in accordance with Chapter 608, Florida Statutes.

FOURTH: The Plan of Merger is permitted under the respective laws of all applicable jurisdictions and is not prohibited by the Operating Agreement or Articles of Organization of any limited liability company that is a party to the merger.

FIFTH: The Merger shall become effective on the date that this Certificate of Merger is filed with the Office of the Secretary of State for the State of Florida.

SIXTH: The Plan of Merger was approved and duly adopted by the Manager and all the Members of Semoran Airport Hotel, LLC on February 28, 2010, and, pursuant to Section 608.455 of the Florida Statutes, the Members waived the notification required by Section 608.4381(3).

SEVENTH: The Plan of Merger was approved and duly adopted by the Manager and all of the Members of Forbes Place Hotel, LLC on February 28, 2010, and, pursuant to Section 608.455, the Manager(s) and Members waived the notification required by Section 608.4381(3).

EIGHTH: This Certificate of Merger complies, and was executed in accordance, with the laws of the State of Florida.

SEMORAN AIRPORT HOTEL, LLC

By: Hasmukh P. Rama
Print: Hasmukh P. Rama
Title: Manager

FORBES PLACE HOTEL, LLC

By: Hasmukh P. Rama
Print: Hasmukh P. Rama
Title: Manager

PLAN OF MERGER

This Plan of Merger is entered into this 28th day of February, 2010, by and between **FORBES PLACE HOTEL, LLC**, a Florida limited liability company ("Surviving Entity"), and **SEMORAN AIRPORT HOTEL, LLC**, a Florida limited liability company ("Merging Entity").

WHEREAS, the Merging Entity desires to merge into the Surviving Entity and the Surviving Entity desires to merge with the Merging Entity, and both the Merging Entity and the Surviving Entity have entered into and agreed upon the following Plan of Merger:.

1. The Surviving Entity and the Merging Entity are the parties to the merger described herein.
2. The Merging Entity will merge into the Surviving Entity, a Florida limited liability company, and the Surviving Entity will continue in existence under the laws of Florida.
3. The members of the Merging Entity are also the members of the Surviving Entity and each has received a proportional percentage ownership interest as a member in the Surviving Entity in exchange for and conversion of, and equal to their proportional ownership in the Merging Entity. The membership interests in the Merging Entity will cease to exist and the certificates representing such membership interests, if any, will be marked "cancelled" on the Effective Date.
4. The street address of the Surviving Entity and its principal place of business is 60 Pointe Circle, Greenville, South Carolina 29615.
5. The Plan of Merger may be amended or abandoned at any time prior to the effective date of the merger pursuant to a document executed by both the Surviving Entity and the Merging Entity.
6. The effective date of the merger shall be on the date that this Certificate of Merger is filed with the Office of the Secretary of State for the State of Florida.

SEMORAN AIRPORT HOTEL, LLC,
A Florida Limited Liability Company

By: Hasmukh P. Rama

Print: Hasmukh P. Rama
Its: Manager

FORBES PLACE HOTEL, LLC,
A Florida Limited Liability Company

By: Hasmukh P. Rama

Print: Hasmukh P. Rama
Its: Manager