

Division of Corporations

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**L05000101880**

**Florida Department of State  
Division of Corporations  
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STATE OF FLORIDA  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

**MERGER OR SHARE EXCHANGE  
Port Orange Apartment Associates II, L.L.C.**

Certificate of Status	1
Certified Copy	1
Page Count	02
Estimated Charge	<b>\$67.50</b>

*Merger  
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**T. LEWIS**

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February 18, 2013

## FLORIDA DEPARTMENT OF STATE

Division of Corporations

PORT ORANGE APARTMENT ASSOCIATES II, L.L.C.  
753 E. GLENN AVE.  
AUBURN, AL 36831

SUBJECT: PORT ORANGE APARTMENT ASSOCIATES II, L.L.C.  
REF: L05000101880

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The document submitted contain a wrong Document Number and FEI/EIN Number, for the merging and surviving Florida limited liability companies. Please correct the document and refax.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6050.

Thelma Lewis  
Document Specialist Supervisor

FAX Aud. #: H13000037836  
Letter Number: 113A00003900

3/1/2013 See attached corrected  
Certificate of Merger

3 pages, including this letter

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DEPT. OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

P.O. BOX 6327 - Tallahassee, Florida 32314

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**CERTIFICATE OF MERGER**

The following Certificate of Merger is being submitted in accordance with Section 608.4382 Florida Statutes.

1. The name, address, Florida Document Number and FEI/EIN Number for each of the merging Florida limited liability companies is as follows:

Name: Port Orange Apartment Associates I, L.L.C.  
Address: 753 E. Glenn Ave., Auburn, AL 36831  
FL Doc. No.: L02000033847  
FEI/EIN No.: 113668131

Name: Port Orange Apartment Associates II, L.L.C.  
Address: 753 E. Glenn Ave., Auburn, AL 36831  
FL Doc. No.: L05000101880  
FEI/EIN No.: 432092826

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2. The name, address, Florida Document Number and FEI/EIN Number for the surviving Florida limited liability company is as follows:

Name: Port Orange Apartment Associates II, L.L.C.  
Address: 753 E. Glenn Ave., Auburn, AL 36831  
FL Doc. No.: L05000101880  
FEI/EIN No.: 432092826

3. The attached Plan of Merger meets the requirements of Section 608.438, Florida Statutes, and was approved by each of the constituent Florida limited liability companies that are a party to the merger in accordance with Chapter 608, Florida Statutes.

4. The merger shall become effective as of: December 31, 2012 at 11:59 PM.

Signed this 31 date of December, 2012

PORT ORANGE APARTMENT  
ASSOCIATES I, L.L.C.,  
a Florida limited liability company

By: Michael V. Shannon  
Name: Michael V. Shannon  
Title: Manager

PORT ORANGE APARTMENT  
ASSOCIATES II, L.L.C.,  
a Florida limited liability company

By: Michael V. Shannon  
Name: Michael V. Shannon  
Title: Manager

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**PLAN OF MERGER**

The following plan of merger, has been adopted and approved by each party to the merger and is being submitted in accordance with Chapter 608, Florida Statutes:

1. The name of each of the merging Florida limited liability companies is as follows:

Port Orange Apartment Associates I, L.L.C.  
Port Orange Apartment Associates II, L.L.C.

2. The name of the surviving Florida limited liability company is as follows:

Port Orange Apartment Associates II, L.L.C.

3. The terms and conditions of the merger are as follows:

On the effective date, Port Orange Apartment Associates I, L.L.C. shall merge with and into Port Orange Apartment Associates II, L.L.C., and Port Orange Apartment Associates II, L.L.C. shall be the surviving entity.

4. The manner and basis of converting the interests, shares, obligations or other securities of each merged party into the interests, shares, obligations or other securities of the survivor, in whole or in part, into cash or other property are as follows:

Upon the merger, all issued and outstanding membership interests in Port Orange Apartment Associates I, L.L.C. shall be cancelled.

5. There are no rights to acquire interests, shares, obligations or other securities of the merged party.
6. The name and address of each of the managers of the surviving entity are as follows:

Michael V. Shannon  
753 E. Glenn Ave.  
Auburn, AL 36831

Douglas Bush  
P.O. Box 2196  
Windermere, FL 34786

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