

08/27/07 MON 12:50 FAX 804 353 5217  
Division of Corporations

PMJMR

https://efile.sunsun22.org/secure/efilecovr.ex  
001**L06000074424**Florida Department of State  
Division of Corporations  
Public Access System

## Electronic Filing Cover Sheet

**Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.**

(((H07000214562 3)))



H070002145623ABC.

**Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.**

To: Division of Corporations  
Fax Number : (850)205-0380

From: Account Name : PAPPAS METCALF JENKS & MILLER, P.A.  
Account Number : 075452001655  
Phone : (904)353-1980  
Fax Number : (904)353-5217

07 AUG 27 PM 3:44

SECRET  
DIVISION OF CORPORATIONS  
FLORIDA**MERGER OR SHARE EXCHANGE**

SJ Timber, LLC

Certificate of Status	1
Certified Copy	0
Page Count	05
Estimated Charge	\$96.25

LLC - 25.<sup>00</sup>  
Corp - 35.<sup>00</sup>  
Cert - 30.<sup>00</sup>  
\$90.<sup>00</sup>

Electronic Filing Menu

Corporate Filing Menu

Help

RECEIVED  
Aug. 27, 2007

07 AUG 27 PM 4:31

SECRET  
FLORIDA DEPT OF STATE  
TALLAHASSEE, FLORIDA

08/27/07 MON 12:51 FAX 904 353 5217

PMJMR

004

(((H07000214562 3)))

**CERTIFICATE OF MERGER**

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

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

<u>Name and Street Address</u>	<u>Jurisdiction</u>	<u>Entity Type</u>
1. RT Timber, Inc. 3030 Hartley Road, Suite 300 Jacksonville, Florida 32257	Florida	Corporation

Florida Document/Registration Number: P98000081646

**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>
1. SJ Timber, LLC 3030 Hartley Road, Suite 300 Jacksonville, Florida 32257	Florida	Limited Liability Company

Florida Document/Registration Number: L06000074424

**THIRD:** The attached Plan of Merger was approved by each corporation and limited liability company that is a party to the merger in accordance with Chapters 607 and 608, Florida Statutes.

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

**FIFTH:** The merger shall become effective as of the date of filing of this Certificate of Merger with the Florida Department of State.

**SIXTH:** The Certificate of Merger comply and were executed in accordance with the laws of Florida.

(((H07000214562 3)))

07 AUG 27 PM 3:44  
FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATE  
AND FINANCIAL SERVICES

08/27/07 MON 12:51 FAX 904 353 5217

PMJMR

005

((H07000214562 3)))

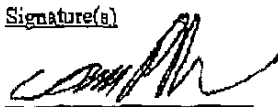
SEVENTH: SIGNATURE(S) FOR EACH PARTY:

Name of Entry

Signature(s)


Typed or Printed Name of Individual

RT TIMBER, INC.



Donald P. Hinson  
as President

SJ TIMBER, LLC



Erik Wilson  
as Vice President

08/27/07 MON 12:51 FAX 904 353 5217

PMJMR

002

((H07000214562 3)))

### PLAN OF MERGER

The following plan of merger, which was adopted and approved by each party to the merger in accordance with Chapters 607 and 608, Florida Statutes, is being submitted in accordance with Section 608.483, Florida Statutes.

**FIRST:** The exact name and jurisdiction of each merging party are as follows:

<u>Name</u>	<u>Jurisdiction</u>
RJ TIMBER, INC.	Florida

**SECOND:** The exact name and jurisdiction of the surviving party are as follows:

<u>Name</u>	<u>Jurisdiction</u>
SJ TIMBER, LLC	Florida

**THIRD:** the terms and conditions of the merger are as follows:

A. As of the date of filing of the Articles of Merger with the Florida Secretary of State, RJ TIMBER, INC., a Florida corporation, ("Merging Entity") shall merge with and into SJ TIMBER, LLC, a Florida limited liability company ("Surviving Entity").

B. After the merger, the Surviving Entity will retain the name SJ Timber, LLC.

C. The Merging Entity shall be merged with and into the Surviving Entity and the Surviving Entity shall continue to be governed by the laws of the State of Florida, and the separate existence of the Merging Entity shall automatically cease. On the effective date of the merger, the existing Articles of Organization and Operating Agreement for SJ Timber, LLC, shall be the organizational documents for the Surviving Entity.

D. As the shareholders of the Merging Entity are the owners of a substantial majority of the membership interests of the sole member of the Surviving Entity and as the Merging Entity does not own any significant assets at the time of this Merger, there shall be no change to the ownership of the Surviving Entity as a result of this Merger.

E. On the effective date of the merger, all of the property, rights, privileges and franchises, of whatsoever nature and description, of Merging Entity, including any choses in action belonging to it, shall be transferred to, vested in and shall devolve upon the Surviving Entity, without further act or deed; and all property rights, privileges and franchises, and every other interest, shall be as effectually the property of the Surviving Entity as they were of each of the respective entities, and the title to all real estate vested in either of the entities shall not be deemed to revert or to be in any way impaired by reason of the merger, but shall be vested in the Surviving Entity. All debts, liabilities and duties of the respective entities shall, thereafter, be assumed by and attached to the Surviving Entity, and may be enforced against it to the same extent as if such debts, liabilities and duties have been incurred and contracted by the Surviving Entity.

08/27/07 MON 12:51 FAX 904 353 5217

PMJMR

003

(((H07000214562 3)))

**FOURTH:**

A. 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:

[see above]

B. The manner and basis of converting rights to acquire interests, shares, obligations or other securities of each merged party into rights to acquire interests, shares, obligations or other securities of the surviving entity, in whole or in part, into cash or other property are as follows:

N/A