L06000046320

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.

(((H06000226924 3)))

H060002269243ABC+

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

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
06 SEP 13 AM 10: 10

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

From:
Account Name : HENDERSON, FRANKLIN, STARNES & HOLT, P.A.
Account Number : 075410000172
Phone : (239)344-1100
Fax Number : (239)344-1200

MERGER OR SHARE EXCHANGE

THERIAC ENTERPRISES OF CLARMONT, LLC

Certificate of Status	0
Certified Copy	1
Page Count	03
Estimated Charge	~~$52.50~~

$80.00

RECEIVED
06 SEP 13 AM 8:00
DIVISION OF CORPORATIONS

Electronic Filing Menu Corporate Filing Menu Help

FAX AUDIT NO.: H06000226924 3

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
06 SEP 13 AM 10: 10

CERTIFICATE OF MERGER FOR FLORIDA LIMITED LIABILITY COMPANY

The following Certificate of Merger is submitted to merge the following Florida Limited Liability Company in accordance with Section 608.4382, Florida Statutes.

FIRST: The exact name, form/entity type, and jurisdiction for each merging party are as follows:

Name	Jurisdiction	Form/Entity Type
Carol A. Pillsbury Trust	Florida	real estate investment trust

SECOND: The exact name, form/entity type, and jurisdiction of the surviving party are as follows:

Name and Street Address	Jurisdiction	Form/Entity Type
Theriac Enterprises of Clermont, LLC	Florida	limited liability company #L06000046320

THIRD: The attached Plan of Merger was approved by each limited liability company that is a party to the merger in accordance with the applicable provisions of Chapter 608, Florida Statutes.

FOURTH: The attached Plan of Merger was approved by each other business entity that is a party to the merger in accordance with the applicable laws of the state of Florida under which such other business entity is formed.

FIFTH: Signature(s) for Each Party:

THE MERGING PARTY:

Carol A. Pillsbury Trust

By: Carol A. Pillsbury
Carol A. Pillsbury, Trustee

THE SURVIVING ENTITY:

Theriac Enterprises of Clermont, LLC

By: [signature]
Daniel E. Doscretz, Member

FAX AUDIT NO.: H06000226924 3

PLAN OF MERGER

The following plan of merger, which was adopted and approved by each party to the merger in accordance with section 608.4381, is being submitted in accordance with section 608.438, Florida Statutes.

FIRST: The exact name, entity type, and jurisdiction of the merging party is as follows:

Name	Entity Type	Jurisdiction
Carol A. Pillsbury Trust	real estate investment trust	Florida

SECOND: The exact name, entity type, and jurisdiction of the surviving party is as follows:

Name	Entity Type	Jurisdiction
Theriac Enterprises of Clermont, LLC	limited liability company	Florida

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

1. Merger. In accordance with the provisions of the Florida Limited Liability Company Act, the Carol A. Pillsbury Trust (the "Trust"), shall merge with and into Theriac Enterprises of Clermont, LLC (the "Company") (the "Merger"), the separate existence of the Trust shall cease, and the Company shall survive the Merger and continue to exist as the surviving entity (the "Surviving Entity").

2. Effective Date. The Merger shall become effective as of the date the Certificate of Merger is filed with the Florida Department of State (the "Effective Date").

3. Effect of Merger. The Merger shall have the effect set forth in the Florida Limited Liability Company Act.

4. Surviving Members. The Members of the Surviving Entity as of the Effective Date shall remain the Members of the Surviving Entity following the Effective Date.

FOURTH: The manner and basis of converting the interests, obligations or other securities of the merging party into the interests, obligations or other securities of the Surviving Entity, in whole or in part, into cash or other property are as follows:

A. Immediately prior to the Effective Date, each of the following individuals owns a twenty-five percent (25%) beneficial interest in the merging party: Daniel E. Dosoretz; Michael J. Katin; James H. Rubenstein; and Howard M. Sheridan. In addition, each such individual owns a twenty-five percent (25%) membership interest in the Surviving Entity. Upon the Effective Date, each beneficiary's interest in the merging party shall terminate. Each member's percentage interest of the Surviving Entity that is

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
06 SEP 13 AM 10: 10

FAX AUDIT NO.: H06000226924 3

outstanding immediately prior to the Effective Date shall continue to represent said member's percentage interest following the Merger.

B. There are no authorized or outstanding rights to acquire interests, obligations or other securities of any merged party. Therefore, there is no manner or basis of converting rights to acquire interests, obligations or other securities of each merged party into rights to acquire interests, obligations or other securities of the Surviving Entity, in whole or in part, into cash or other property.

FIFTH: This Plan of Merger has been approved by those individuals holding one hundred percent (100%) of the outstanding membership interests in the Surviving Entity and such individuals have authorized Daniel E. Dosoretz to take such further action and to execute such further documents or instruments as may be required to consummate said merger. In addition, this Plan of Merger has been approved by those individuals holding one hundred percent (100%) of the beneficial interests in the Trust, and such individuals have authorized Carol A. Pillsbury, as Trustee of the Trust, to take such further action and to execute such further documents or instruments as may be required to consummate said merger.

The undersigned have caused this Plan of Merger to be made and entered into as of this 11th day of September, 2006.

THE MERGING PARTY:

Carol A. Pillsbury Trust

By: Carol A. Pillsbury
Carol A. Pillsbury, Trustee

THE SURVIVING ENTITY:

Theriac Enterprises of Clermont, LLC

By: [signature]
Daniel E. Dosoretz, Member

FAX AUDIT NO.: H06000226924 3