# 106000091727

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**EXAMINER** 



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### CORPORATE ACCESS, \_

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INC.

236 East 6th Avenue . Tallahassee, Florida 32303

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1.	Orange Park Ne (CORPORATE NAME AND DOCUMEN	gurological Building, L.L.C.	
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## CERTIFICATE OF MERGER OF ORANGE PARK NEUROLOGICAL BUILDING, L.L.C. INTO VAM HOLDINGS, LLC

Pursuant to the provisions of Chapter 608, Florida Statutes, the undersigned limited liability companies hereby adopt the following Certificate of Merger:

#### ARTICLE I

#### THE PARTIES

VAM Holdings, LLC, a Florida limited liability company, having document number L06000091727, and Orange Park Neurological Building, L.L.C., a Florida limited liability company, having document number L02000012633, hereby adopt this Certificate of Merger for the purpose of merging Orange Park Neurological Building, L.L.C. into VAM Holdings, LLC, and thereafter VAM Holdings, LLC shall be the surviving limited liability company.

#### ARTICLE II

#### THE PLAN

Pursuant to that certain Plan and Agreement of Merger, dated June 5, 2009, by and between, Orange Park Neurological Building, L.L.C.,

and VAM Holdings, LLC (the "Plan"), which is incorporated herein and made a part hereof as if set out in full herein, the above named entities shall merge and VAM Holdings, LLC, a Florida limited liability company, shall be the surviving limited liability company and Orange Park Neurological Building, L.L.C., a Florida limited liability company, shall cease to exist; and

Further, pursuant to the Plan, any and all of the assets, real, personal, mixed or otherwise, of any kind or nature, of Orange Park Neurological Building, L.L.C., a Florida limited liability company, shall be vested in and possessed by, VAM Holdings, LLC, a Florida limited liability company; and

Furthermore, pursuant to the Plan, any and all of the debts and liabilities, of any kind or nature, of Orange Park Neurological Building, L.L.C., a Florida limited liability company, shall be assumed and paid by VAM Holdings, LLC, a Florida limited liability company.

#### ARTICLE III

#### APPROVAL BY VAM HOLDINGS, LLC

This Certificate of Merger and the Plan and Agreement of Merger were approved by a unanimous vote of the Members and a unanimous vote of the Managing Members of VAM Holdings, LLC, which was a sufficient number to approve these documents, on June 5, 2009.

#### ARTICLE IV

#### APPROVAL BY ORANGE PARK NEUROLOGICAL BUILDING, L.L.C.

This Certificate of Merger and the Plan and Agreement of Merger were approved by a unanimous vote of the Members and a unanimous vote of the Managing Members of Orange Park Neurological Building, L.L.C., which was a sufficient number to approve these documents on June 5, 2009.

#### ARTICLE V

#### EFFECTIVE DATE

This Certificate of Merger, and the merger of the parties hereto, shall be effective on July 1, 2009.

#### END OF PAGE

IN WITNESS WHEREOF, the parties to this Certificate of Merger have caused this instrument to be duly executed by their respective Members and Managing Members on this  $5^{\rm th}$  day of June, 2009.

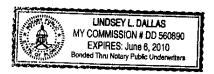
VAM Holdings, LLC,

a Florida limited liability company Maguera, Managing Member Alison E. Hickman Jill D. Maquera, Managing Member Orange Park Neurological Building, L.L.C., a Florida limited liability company Victor A. Maquera, Member Victor A. Maquera, Managing Member Alison E. Hickman

Maquera, Managing Member

STATE of FLORIDA COUNTY of CLAY

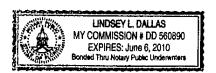
Before me, a notary public authorized to take acknowledgements in the state and county set forth above, personally appeared Victor A. Maquera and Jill D. Maquera, both as Members and as Managing Members of VAM Holdings, LLC, personally known to me to be the persons who executed the foregoing instrument and who acknowledged before me that they executed same, on this 5<sup>th</sup> day of June, 2009.



Findsey L. Dallas
Print Lindsey L. Dallas
Notary Public

STATE of FLORIDA COUNTY of CLAY

Before me, a notary public authorized to take acknowledgements in the state and county set forth above, personally appeared Victor A. Maquera and Jill D. Maquera, both as Members and as Managing Members of Orange Park Neurological Building, L.L.C., personally known to me to be the persons who executed the foregoing instrument and who acknowledged before me that they executed same, on this  $5^{\frac{1}{10}}$  day of June, 2009.



Frint Lindsey L. Dallas Notary Public