

MAY 27 2009 2:45PM

Division of Corporations

GRANT FRIDKIN 239-514-0377

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MERGER OR SHARE EXCHANGE

Creekwood of Naples, LLC

Certificate of Status	0
Certified Copy	1
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CF 50.00
 CF 30.00
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SECRETARY OF STATE
TALLAHASSEE FLORIDACERTIFICATE OF MERGER

CREEKWOOD OF NAPLES, LLP,

a Florida limited liability partnership (the "Merging LLP")

6 P05-623

with and into

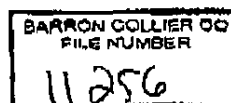
CREEKWOOD OF NAPLES, LLC (the "Surviving LLC"),

a Florida limited liability company

The undersigned hereby files this Certificate of Merger with the Florida Department of State pursuant to Section 608.4382 of the Florida Statutes in connection with the merger (the "Merger") of the entities identified herein below.

1. The merging entity is Creekwood of Naples, LLP, a Florida limited liability partnership, (document # LLP050001278) referred to herein as Merging LLP.
2. The surviving entity is Creekwood of Naples, LLC, a Florida limited liability company, referred to herein as Surviving LLC.
3. The Surviving LLC Articles of Organization were filed with the Florida Secretary of State on May 5, 2009 (document# L09000043511).
4. The Plan of Merger setting forth the terms and conditions of the merger is attached hereto as Exhibit A.
5. The effective date of the merger shall be May 27, 2009.
6. The Plan of Merger was adopted by the all of the Members and Managers of Surviving LLC by unanimous written consent on May 26, 2009, constituting the necessary approval of the merger by such limited liability company pursuant to the laws of the State of Florida, its state of organization.
7. The Plan of Merger was adopted by all of the Partners of Merging LLP by unanimous written consent on May 26, 2009 constituting the necessary approval of the merger by such partnership pursuant to the laws of the State of Florida, its state of organization.

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The undersigned has duly executed this Certificate of Merger this 26th day of
May, 2009.

CREEKWOOD OF NAPLES, LLC

By: its Manager:

CREEKSIDE WEST, INC.,
a Florida corporation

By: Bradley A. Boaz
BRADLEY A. BOAZ, as Vice-President

CREEKWOOD OF NAPLES, LLP

By: CREEKWOOD ADMIN, LLC

By: Philip R. Wood
Philip R. Wood, as Manager

By: CREEKSIDE WEST, INC.

By: Bradley A. Boaz
Bradley A. Boaz, as Vice-President

As both Partners on behalf of
the Partnership

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**Exhibit A
Plan of Merger**

1. The name of the surviving limited liability company is **Creekwood of Naples, LLC**, a Florida limited liability company (the "Surviving LLC"). The name of the merging limited liability partnership is **Creekwood of Naples, LLP**, a Florida limited liability partnership (the "Merging LLP").
2. The effective date of the Merger shall be **May 27, 2009** (the "Effective Date").
3. The terms and conditions of the proposed merger are as follows: The Surviving LLC shall succeed and become the owner of all of the property and assets of any nature, including real and personal, of the Merging LLP and shall succeed to all of the Merging LLP's rights, privileges, powers and franchises, public and private, and shall assume and be liable for all of the debts, liabilities, restrictions, disabilities and duties of the Merging LLP, all to the fullest extent provided by the Florida Limited Liability Company Act and the Florida Revised Uniform Partnership Act. Each person who is a general partner of the Merging LLP shall receive in exchange for its interest as a result of the merger, membership interest in Surviving LLC. For each interest or unit held by a partner in Merging LLP, such partner shall receive the exact number of units or percentage membership interest in Surviving LLC, and shall also become a Member of Surviving LLC. **Creekside West, Inc.** shall be designated as the Manager of Surviving LLC. Upon the consummation of the Merger the General Partners and/or officers of Merging LLP shall no longer hold such positions.

The following is the name and address of the Manager of the Surviving LLC to which the management is vested:

**Creekside West, Inc.
2600 Golden Gate Parkway
Naples, Florida 34105**

The General Partners shall have the same rights, duties and privileges as the Members have in the Surviving LLC.

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