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**L09000113825**

Florida Department of State  
Division of Corporations  
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To:

Division of Corporations  
Fax Number : (850) 617-6380

**L. SELLERS**

DEC -4 2009

From:

Account Name : SBA COMMUNICATIONS CORPORATION  
Account Number : 120020000107  
Phone : (561) 995-7670  
Fax Number : (561) 998-3448

**EXAMINER**

**\*\*Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.\*\***

Email Address: \_\_\_\_\_

**MERGER OR SHARE EXCHANGE**  
**Big Horn Acquisition 2009, LLC**

Certificate of Status	0
Certified Copy	1
Page Count	03
Estimated Charge	\$58.75

**FILED**  
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TALLAHASSEE FLORIDA

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P.01/05

*Leslie*



December 3, 2009

FLORIDA DEPARTMENT OF STATE

DIVISION OF CORPORATIONS  
BIG HORN ACQUISITION 2009, LLC  
5900 BROKEN SOUND PARKWAY NW  
BOCA RATON, FL 33487

SUBJECT: BIG HORN ACQUISITION 2009, LLC  
REF: L09000113629

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

Limited Liability Companies are not corporations. Limited Liability Companies are unique business entities with special characteristics and attributes formed under Chapter 608, Florida Statutes. Corporations, on the other hand, are formed under Chapter 607, Florida Statutes, and possess other distinctive traits and characteristics. Consequently, limited liability company documents cannot contain any references/terms which may implicate the entity is a corporation. Please delete any references to the term "corporation" or the like from your document.

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) 245-6967.

Leslie Sellers  
Regulatory Specialist II

FAX Aud. #: R09000250535  
Letter Number: 209A00037026

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

P.O. BOX 6327 - Tallahassee, Florida 32314

**CERTIFICATE OF MERGER**

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

**First:** The name and jurisdiction of the surviving company:

<u>Name</u>	<u>Jurisdiction</u>
Big Horn Acquisition 2009, LLC	Florida

**Second:** The name and jurisdiction of the merging company:

<u>Name</u>	<u>Jurisdiction</u>
Big Horn, L.L.C.	Oklahoma

**Third:** The Plan of Merger is attached.

**Fourth:** The merger shall become effective upon the filing of this Certificate of Merger.

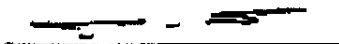
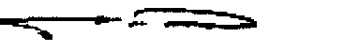
**Fifth:** Adoption of Plan of Merger by the surviving company:

The attached plan of merger was approved by each domestic limited liability company that is party to the merger in accordance with the applicable provisions of Chapters 608, Florida Statute.

**Sixth:** Adoption of Plan of Merger by the merging company:

The attached plan of merger was approved by each foreign limited liability company that is party to the merger in accordance with the applicable laws of the state under which such foreign limited liability company is organized.

**Seventh:** SIGNATURES FOR EACH COMPANY

<u>Name of Company</u>	<u>Signature</u>	<u>Typed of Printed Name of Individual and Title</u>
Big Horn Acquisition 2009, LLC		Thomas P. Hunt Senior Vice President
Big Horn, L.L.C.		Thomas P. Hunt Senior Vice President

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TALLAHASSEE FLORIDA

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**PLAN OF MERGER**

The following plan of merger is submitted in accordance with Section 608.4382, Florida Statutes.

1. The name and jurisdiction of the surviving company:

<u>Name</u>	<u>Jurisdiction</u>
Big Horn Acquisition 2009, LLC	Florida

2. The name and jurisdiction of the merging company:

<u>Name</u>	<u>Jurisdiction</u>
Big Horn, L.L.C.	Oklahoma

3. SBA Towers II LLC, a Florida limited liability company owns one hundred percent (100%) of the issued and outstanding membership interest of the surviving limited liability company. The surviving limited liability company owns 100% of the membership interest of the merging company.

4. On the effective date of the merger, each of the issued and outstanding membership interest of the merging limited liability company, and all rights in respect thereof, shall be canceled.

5. Other provisions relating to the merger are as follows:

(A) Assumption of Assets. All property, rights, privileges, powers, trademarks, licenses, registrations and other assets of every kind and description of the merging company shall be transferred to and vested in the surviving company without further act or deed, and all property (including real, personal and intellectual) of the merging company shall be the property of the surviving company.

(B) Assumption of Obligations. All obligations of the merging company shall become obligations of the surviving company.

(C) Effective Date. The merger shall become effective upon the filing of the Certificate of Merger (the "Effective Date").

(D) Members Approvals. The Members of the surviving limited liability company and the merging company have approved this Plan of Merger and the filing of the Certificate of Merger and all other documents or certificates required to be filed with the Florida Department of State, each by Written Consent dated December 1, 2009.

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(E) Articles of Organization. The Articles of Organization shall continue to be the Articles of Organization of said surviving company until further amended and changed in accordance with the provisions of the Florida Limited Liability Act.

(F) Operating Agreement. The Operating Agreement of the surviving company in effect currently and at and as of the Effective Date will remain the Operating Agreement of the surviving company without any modification or amendment in the merger.

(G) Officers and Directors. The directors and officers of the surviving company shall be those persons who were the members of the Board of Directors and the officers, respectively, of the surviving company immediately prior to the Effective Date and shall remain the directors and officers of the surviving company until their successors shall have been duly elected and qualified.

(H) Required Actions. Big Horn Acquisition 2009, LLC shall take, or cause to be taken, all action required or advisable under the laws of the State of Florida to consummate and make effective the intent of this Plan of Merger.

(I) Dissenters' Rights. Because the merging company has one shareholder, there will not be dissenters' rights in connection with the merger.