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R. WHITE

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FLORIDA DEPARTMENT OF STATE
Division of Corporations

February 24, 2017

KIMBERLY ASHTON
2411-A MANATEE AVE. W
BRADENTON, FL 34205

SUBJECT: NEAL COMMUNITIES ON THE BRADEN RIVER, LLC
Ref. Number: L09000120730

We have received your document for NEAL COMMUNITIES ON THE BRADEN RIVER, LLC and your check(s) totaling \$50.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

As a condition of a merger, pursuant to s.605.0212(8), Florida Statutes, each party to the merger must be active and current in filing its annual reports with the Department of State through December 31 of the calendar year in which the articles of merger are submitted for filing.

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) 245-6050.

Rebekah White
Regulatory Specialist II

Letter Number: 417A00003674

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FEB 24 2017
11:21 AM
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA



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Bradenton, Florida 34205
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Kimberly Ashton
kimashton@voglerashton.com

Telephone: 941.388.9400 Facsimile: 941.866.7648

February 10, 2017

Florida Department of State
Division of Corporations
ATTN: AMENDMENT SECTION
PO Box 6327
Tallahassee, FL 32314

Re: **Articles of Merger for RICHMOND PARK INVESTORS, LLC, into
NEAL COMMUNITIES ON THE BRADEN RIVER, LLC, (the Surviving Company)**

Dear Sir or Madam:

Please file the enclosed original Articles of Merger for the above-referenced limited liability companies, along with its Exhibit "A," Plan of Merger. The surviving company shall be **NEAL COMMUNITIES ON THE BRADEN RIVER, LLC**:

Also enclosed please find a check in the amount of \$50.00 (\$25 per limited liability company) for the filing fee.

Please return all correspondence concerning this matter to:


Kimberly Ashton, Esq.
Vogler Ashton, PLLC
2411-A Manatee Ave. W.
Bradenton, FL 34205

The E-mail address to be used for future annual report notifications is: **pheim@nealcommunities.com**

Please direct any questions regarding this filing and please return confirmation of this filing to the undersigned at your earliest convenience.

Thank you for your assistance in this matter.

Sincerely,


Kimberly Ashton
Vogler Ashton, PLLC
2411-A Manatee Ave. W.
Bradenton, FL 34025
941-388-9400 x 102

17 MAR -9 AM 10: 27

**ARTICLES OF MERGER
OF
RICHMOND PARK INVESTORS, LLC, Doc # L16000125276
INTO
NEAL COMMUNITIES ON THE BRADEN RIVER, LLC , Doc # L09000120730**

The following Articles of Merger is submitted to merge the following Florida Limited Liability Companies in accordance with Section 605.1025, Florida Statutes.

FIRST: The merging companies are as follows:

A.) RICHMOND PARK INVESTORS, LLC, a Florida manager-managed Limited Liability Company, Doc #L16000125276.

B.) NEAL COMMUNITIES ON THE BRADEN RIVER, LLC, a Florida manager-managed Limited Liability Company Doc #L09000120730.

SECOND: As a result of the merger, Richmond Park Investors, LLC, ("Richmond") shall be merged with and into Neal Communities on the Braden River, LLC, ("Neal").

The only surviving company is as follows:

NEAL COMMUNITIES ON THE BRADEN RIVER, LLC, a Florida manager-managed Limited Liability Company Doc # L09000120730.

THIRD: The merger was approved (i) by Richmond and Neal, which are each Florida Limited Liability Companies, in accordance with Sections 605.1021 through 605.1026, Florida Statutes, and in accordance with the laws of the State of Florida; and, (ii) by each member of Richmond and Neal who as a result of the merger will have an interest holder liability under Section 605.1023(1)(b), Florida Statutes.

FOURTH: The surviving company, NEAL COMMUNITIES ON THE BRADEN RIVER, LLC, existed before this merger and is a Florida limited liability company and filing entity with Document No. L09000120730; there is no amendment to its public organic record other than as reflected by this merger.

FIFTH: The surviving company, NEAL COMMUNITIES ON THE BRADEN RIVER, LLC, agrees to pay its members with appraisal rights the amount to which members are entitled under Sections 605.1006 and 605.1061 through 605.1072, Florida Statutes.

SIXTH: The Effective Date of the merger is the date these Articles of Merger are filed with the Department of State.

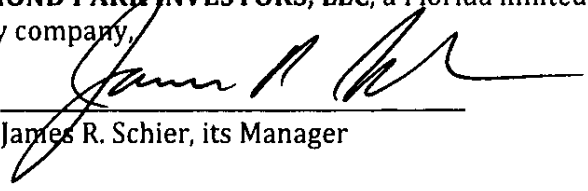
SEVENTH: A true copy of the **Plan of Merger** is attached hereto as **Exhibit "A,"** and incorporated herein. The attached Plan of Merger was approved and adopted by the merging and surviving limited liability companies in accordance with Sections 605.1022, Florida Statutes.

EIGHTH: The signatures of the authorized person -- the manager -- for each of the limited liability companies are as follows:

IN WITNESS WHEREOF, these Articles of Merger have been executed and delivered by the constituent limited liability companies as of this 10th day of February, 2017.

RICHMOND PARK INVESTORS, LLC, a Florida limited liability company,

By:


James R. Schier, its Manager

Neal Communities on the Braden River, LLC, a Florida limited liability company

By: NCDG Management, LLC, a Florida limited liability company, its Manager

By:


James R. Schier, its Manager

EXHIBIT "A"

**PLAN OF MERGER
OF
RICHMOND PARK INVESTORS, LLC, Doc # L16000125276
INTO
NEAL COMMUNITIES ON THE BRADEN RIVER, LLC , Doc # L09000120730**

Richmond Park Investors, LLC, a Florida manager-managed limited liability company, and **Neal Communities on the Braden River, LLC**, a Florida manager-managed limited liability company hereby adopt and approve the following plan as the Plan of Merger, as required by Section 605.1022, Florida Statutes. The terms of the plan are as follows:

1. The names of the business entities planning to merge are Richmond Park Investors, LLC, a Florida manager-managed limited liability company, ("Richmond"), and Neal Communities on the Braden River, LLC, a Florida manager-managed limited liability company, ("Neal"). As a result of the merger, Richmond shall be merged with and into Neal. Neal shall be the only surviving business entity.
2. The merger shall be effective on the date the Articles of Merger are filed with the Department of State, (the "Effective Date").
3. As a result of the merger, the membership interests in Richmond shall be cancelled.
4. The name and address of the Manager for Richmond is James R. Schier whose address is 5800, Lakewood Ranch Blvd., Sarasota, Florida, 34240.
5. The name and address of the Manager for Neal is NCDG Management, LLC, a Florida limited liability company, whose address is 5800, Lakewood Ranch Blvd., Sarasota, Florida, 34240.
6. This plan shall be submitted to the members and managers of all the afore-mentioned companies for approval.
7. Each member of Neal having a membership interest in Neal immediately prior to the Effective Date will hold the same membership interests, with identical designations, preferences, limitations and relative rights, immediately after the merger.
8. All assets and liabilities of Richmond shall become the assets and liabilities of Neal.

9. The members and managers of the afore-mentioned companies are hereby authorized to amend this plan at any time prior to the filing of the Articles of Merger, to the extent permitted by law.

10. There are no other terms of or conditions to the merger.