

Division of Corporations

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**L10000021846**

Florida Department of State  
Division of Corporations  
Electronic Filing Cover Sheet

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**L. SELLERS**

OCT -4 2010

To:

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

From:

Account Name : BERGER SINGERMAN - FORT LAUDERDALE  
Account Number : I20020000154  
Phone : (954) 525-9900  
Fax Number : (954) 523-2872

**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: harvey11@ganotcorp.com

**MERGER OR SHARE EXCHANGE  
GRE Properties Boca Raton LLC**

Certificate of Status	0
Certified Copy	1
Page Count	02
Estimated Charge	\$68.75

**RECEIVED**  
10 OCT -1 AM 8:00  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**FILED**  
10 OCT -1 AM 9:09  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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CERTIFICATE OF MERGER  
OF  
GRE BOCA RATON, INC.  
(a Florida corporation)  
INTO  
GRE PROPERTIES BOCA RATON LLC  
(a Florida limited liability company)

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

FIRST: GRE Boca Raton, Inc., a Florida corporation, Document Number P06000135004, is the merging corporation (the "Merging Corp.").

SECOND: GRE Properties Boca Raton LLC, a Florida limited liability company, Document Number L10000021846, is the surviving limited liability company (the "Surviving LLC").

THIRD: The attached Plan of Merger was approved by the Merging Corp. and the Surviving LLC in accordance with Chapter 608, Florida Statutes and Chapter 607, Florida Statutes, respectively.

FOURTH: The merger shall become effective immediately upon the Florida Department of State's filing of this Certificate of Merger; provided that, however, the merger shall be effective as of October 1, 2010, solely for financial accounting and tax accounting purposes.

IN WITNESS WHEREOF, the undersigned have executed this Certificate of Merger as of the 29 day of September, 2010.

GRE BOCA RATON, INC.

By: Harvey L. Lichtman  
Name: Harvey L. Lichtman  
Title: Treasurer

GRE PROPERTIES BOCA RATON LLC

By: Harvey L. Lichtman  
Name: Harvey L. Lichtman  
Title: Manager

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**PLAN OF MERGER**

FIRST: GRE Boca Raton, Inc., a Florida corporation, is the merging party (the "Merging Corp.").

SECOND: GRE Properties Boca Raton LLC, a Florida limited liability company, is the surviving party (the "Surviving LLC").

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

1. The Articles of Organization of the Surviving LLC, as in effect immediately prior to the merger, shall be the Articles of Organization of the Surviving LLC.

2. The Surviving LLC shall implement a new Operating Agreement to be effective as of the date of the merger.

3. The merger shall be effective as of October 1, 2010, for financial accounting and tax accounting purposes.

FOURTH: The manner and basis of converting the interests, shares, obligations, or other securities of each merged party into interests, shares, obligations, or other securities of the survivor, in whole or in part, into cash or other property are as follows:

1. At the effective time of the merger, all member interests of the Surviving LLC shall thereafter constitute all of the outstanding member interests of the Surviving LLC.

2. All of the issued and outstanding shares of capital stock of the Merging Corp. as of the effective time of the merger shall be cancelled and retired and shall cease to exist.

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