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Division of Corporations

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L10000076816

Florida Department of State
Division of Corporations
Electronic Filing Cover Sheet

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To:

Division of Corporations
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From:

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

Email Address: SZG@STEINGAR LAW.COM

MERGER OR SHARE EXCHANGE
SLEEPY CREEK LANDS LLC

Certificate of Status	1
Certified Copy	1
Page Count	03
Estimated Charge	\$67.50

\$85.00

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September 18, 2013

FLORIDA DEPARTMENT OF STATE
Division of Corporations

SLEEPY CREEK LANDS LLC
700 S FEDERAL HWY
STE 200
BOCA RATON, FL 33432

SUBJECT: SLEEPY CREEK LANDS LLC
REF: L10000076816

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.

PLEASE PROVIDE ATTACHMENT MENTIONED ON SECTION #2 OF THE PLAN OF MERGER.

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.

Darlene Connell
Regulatory Specialist II

FAX Aud. #: H13000207869
Letter Number: 513A00022003

RECEIVED
13 OCT -4 PM 4:17
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

P.O BOX 6327 - Tallahassee, Florida 32314

H13000207869 3

CERTIFICATE OF MERGER
OF
PLUM SPRINGS LLC
(a Florida limited liability company)
AND
SLEEPY CREEK LANDS LLC
(a Florida limited liability company)

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

FIRST: The exact name, entity type and jurisdiction for each party to the merger are:

Plum Springs LLC, a Florida limited liability company, entity number L11000054106.
Sleepy Creek Lands LLC, a Florida limited liability company, entity number L10000076816.

SECOND: The exact name, entity type and jurisdiction of the surviving entity is Sleepy Creek Lands LLC, a Florida limited liability company.

THIRD: The attached Plan of Merger was approved by each domestic limited liability company that is a party to the merger in accordance with the applicable provisions of Chapters 608, Florida Statutes.

IN WITNESS WHEREOF, the undersigned have executed this Certificate of Merger as of the 18 day of September, 2013.

Plum Springs LLC

By: 

Steven Garellek, Authorized Representative

Sleepy Creek Lands LLC

By: 

Steven Garellek, Authorized Representative

18 OCT -4 PM 5:00

FILED

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H130002078693

PLAN OF MERGER

FIRST: The exact name, entity type and jurisdiction for each party to the merger are as follows:

Plum Springs LLC, a Florida limited liability company.
Sleepy Creek Lands LLC, a Florida limited liability company.

SECOND: The exact name, entity type and jurisdiction of the surviving entity are as follows:

Sleepy Creek Lands LLC, a Florida limited liability company.

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

1. The Articles of Organization of the surviving party, as in effect immediately prior to the merger, shall be the Articles of Organization of the surviving party.
2. The pre-merger Operating Agreement of the surviving party, as in effect immediately prior to the merger will remain the post-merger Operating Agreement of the surviving party and will continue in full force and effect until changed, altered or amended.
3. The managers of the surviving party, as in office immediately prior to the merger, will continue as the managers of the surviving party.

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. All of the issued and outstanding membership units of Plum Springs LLC as of the effective time of the merger shall be cancelled.