

L10000077830

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

(Business Entity Name)

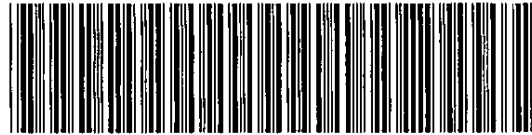
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S. HAWKES

AUG 16 2010

EXAMINER

S. HAWKES

AUG 3 2010

EXAMINER



FLORIDA DEPARTMENT OF STATE
Division of Corporations

August 4, 2010

JOHN L WIDEIKIS
WAKSLER & WIDEIKIS, LLP
18401 MURDOCK CIRCLE UNIT C
PORT CHARLOTTE, FL 33948

SUBJECT: CHARLOTTE HARBOR LANDING, LLC
Ref. Number: L10000077830

We have received your document for CHARLOTTE HARBOR LANDING, LLC, however, upon receipt of your document no check was enclosed. Please return your **document** along with a **check** or **money order** made payable to the Department of State for \$50.00.

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) 245-6955.

Suzanne Hawkes
Regulatory Specialist II

Letter Number: 410A00018749

BERNTSSON, ITTERSAGEN, GUNDERSON,
WAKSLER & WIDEIKIS, LLP
ATTORNEYS AT LAW

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1861 PLACIDA ROAD, SUITE 204
ENGLEWOOD, FLORIDA 34223
(941) 474-7713
TELEFAX (941) 474-8276
E-MAIL
Reply To: Port Charlotte

August 9, 2010

Via US Mail

Florida Department of State
PO Box 6327
Tallahassee, Florida 32314
Attn: Suzanne Hawkes

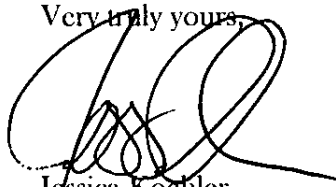
Re: Charlotte Harbor Landing, LLC
Ref. Number L100000077830
Letter Number 410A00018749

Dear Suzanne:

Enclosed herewith, please find our firm's trust check number 103770 in the amount of \$50.00 representing payment for the filing of the merger between Charlotte Harbor Landing Limited Liability Company, a Nevada LLC and Charlotte Harbor Landing, LLC, a Florida LLC. A copy of the letter requesting said funds has also been included.

If you have any questions, feel free to contact our office.

Very truly yours,



Jessica Koehler,
Legal Assistant to John L. Wideikis

jdk
Enclosures
17113/01
fl dept st - charlotte harbor 8-9-10.wpd

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: CHARLOTTE HARBOR LANDING, LLC

The enclosed Certificate of Merger and fee are submitted for filing.

Please return all correspondence concerning this matter to:

John L. Wideikis, Esq.
Bertsson, Htersagen, Gunderson,
Waksler & Wideikis, LLP
18401 Murdock Circle, Suite C
Port Charlotte, Florida 33948-1088

For information concerning this matter, please call John L. Wideikis at 941-627-1000.

☐ Certified copy (optional) \$30.00

STREET ADDRESS:

Registration Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, Florida 32301

MAILING ADDRESS:

Registration Section
Division of Corporations
P O. Box 6327
Tallahassee, Florida 32314

**Certificate of Merger
For
Florida Limited Liability Company**

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

FIRST: The exact name, form/entity type, and jurisdiction for each merging party are as follows:

<u>Name</u>	<u>Jurisdiction</u>	<u>Form/Entity Type</u>
Charlotte Harbor Landing Limited Liability Company	Nevada	Limited Liability Company

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

<u>Name</u>	<u>Jurisdiction</u>	<u>Form/Entity Type</u>
Charlotte Harbor Landing, LLC	Florida	Limited Liability Company UG-71230

THIRD: The attached plan of merger was approved by each domestic corporation, limited liability company, partnership and/or limited partnership that is a party to the merger in accordance with the applicable provisions of Chapters 607, 608, 617, and/or 620, Florida Statutes.

FOURTH: The attached plan of merger was approved by each other business entity that is a party to the merger in accordance with the applicable laws of the state, country or jurisdiction under which such other business entity is formed, organized or incorporated.

FIFTH: If other than the date of filing, the effective date of the merger, which cannot be prior to nor more than 90 days after the date this document is filed by the Florida Department of State: N/A.

SIXTH: If the surviving party is not formed, organized or incorporated under the laws of Florida, the survivor's principal office address in its home state, country or jurisdiction is as follows:

N/A

SEVENTH: If the survivor is not formed, organized or incorporated under the laws of Florida, the survivor agrees to pay to any members with appraisal rights the amount, to which such members are entitled under §608.4351 - 608 43595, Florida Statutes.

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EIGHTH: If the surviving party is an out-of-state entity not qualified to transact business in this state, the surviving entity:

a) Lists the following street and mailing address of an office, which the Florida Department of State may use for the purposes of §48.181, Florida Statutes, are as follows:

Street Address: N/A

Mailing Address: N/A

b) Appoints the Florida Secretary of State as its agent for service of process in a proceeding to enforce obligations of each limited liability company that merged into such entity, including appraisal rights of its members under §608.4351 - 608.43595, Florida Statutes

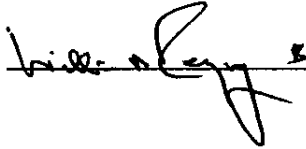
NINTH: Signatures for Each Party:

Name of Entity/Organization:

Signature:

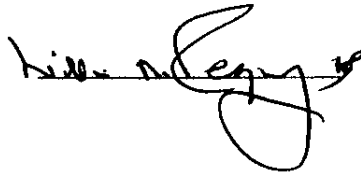
Typed or Printed Name
of Individual:

CHARLOTTE HARBOR LANDING, LLC



William H. Regnery, II
as Co-Trustee of the
Peter Regnery Trust
u/a/d May 30, 2008

CHARLOTTE HARBOR LANDING
LIMITED LIABILITY COMPANY



William H. Regnery, II
as Co-Trustee of the
Peter Regnery Trust
u/a/d May 30, 2008

Corporations:

Chairman, Vice Chairman, President or Officer
(If no directors selected, signature of incorporator)

General partnerships:

Signature of a general partner or authorized person

Florida Limited Partnerships:

Signatures of all general partners

Non-Florida Limited Partnerships:

Signature of a general partner

Limited Liability Company:

Signature of a member or authorized representative

<u>Fees:</u> For each Limited Liability Company:	\$25.00
For each Corporation:	\$35.00
For each Limited Partnership:	\$52.50
For each General Partnership:	\$25.00
For each Other Business Entity:	\$25.00

Certified Copy (optional): \$30.00

PLAN OF MERGER

FIRST: The exact name, form/entity type, and jurisdiction for each merging party are as follows:

<u>Name</u>	<u>Jurisdiction</u>	<u>Form/Entity Type</u>
Charlotte Harbor Landing Limited Liability Company	Nevada	Limited Liability Company

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

<u>Name</u>	<u>Jurisdiction</u>	<u>Form/Entity Type</u>
Charlotte Harbor Landing, LLC	Florida	Limited Liability Company

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

The merging party shall merge into the surviving party for consideration already paid and acknowledged in hand received.

FOURTH:

A. The manner and basis of converting the interests, shares, obligations or other securities of each merged party into the interests, shares, obligations or others securities of the survivor, in whole or in part, into case or other property is as follows:

The members of the merging party are identical to the members of the surviving party, and therefore, each member of the surviving party shall have its interest merged into the interests each such party held in the merging party, and the resulting ownership interests of each member of the surviving party shall be as set forth in the Second Operating Agreement dated February 27, 2004 of the merging party, which shall now be the effective operating agreement of the surviving party

B The manner and basis of converting rights to acquire the interests, shares, obligations or other securities of each merged party into rights to acquire the interests, shares, obligations or others securities of the survivor, in whole or in part, into cash or other property is as follows:

The members of the merging party are identical to the members of the surviving party, and therefore, each member shall have the identical rights to acquire interests in the surviving party as it did in the merging party through the provisions as set forth in the aforementioned Second Operating Agreement. This is the only right to acquire interest in the merging party held by any Member of said party.

FIFTH: Any statements that are required by the laws under which each other business entity is

formed, organized, or incorporated are as follows:

N/A

SIXTH: Other provisions, if any, relating to the merger are as follows:

N/A

P:\documents\John\corporate\LCS2010\Merger - Charlotte Harbor Landing\certificate of merger 4-6-10 wpd

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