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J. SAULSBERRY  
EXAMINER  
DEC 15 2010

**COVER LETTER**

**TO:** Registration Section  
Division of Corporations

**SUBJECT:** Land's End Marina of Tampa LLC  
Name of Surviving Party

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

Please return all correspondence concerning this matter to:

Vic Granowicz

Contact Person

Land's End Marina of Tampa LLC

Firm/Company

1220 Apollo Beach Boulevard

Address

Apollo Beach, FL 33572

City, State and Zip Code

office@lemarina.net

E-mail address: (to be used for future annual report notification)

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TALLAHASSEE, FLORIDA

For further information concerning this matter, please call:

Helen Reinke

Name of Contact Person

at ( 813 )

645-5594

Area Code and Daytime Telephone Number



Certified copy (optional) \$30.00

**STREET ADDRESS:**

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

**MAILING ADDRESS:**

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

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

The following Certificate of Merger is submitted to merge the following Florida Limited Liability Company(ies) in accordance with s. 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>
✓ <u>Lands End Marina of Tampa LLC</u>	<u>Florida</u>	<u>LLC</u> L10000119144
* <u>Lands End Marina of Tampa Bay</u>	<u>Florida</u>	<u>corporation</u> P93000037422
<u>Sunset Pointe Marina Inc</u>	<u>Florida</u>	<u>corporation</u> P96000077185
<u>Lands End Marina Holding Co</u>	<u>Florida</u>	<u>corporation</u> NC to #2*

**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>
<u>Lands End Marina of Tampa LLC</u>	<u>Florida</u>	<u>LLC</u>

L10000119144

**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.

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**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:

January 1, 2011

**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:

NA

**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 ss.608.4351-608.43595, F.S.

**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 s. 48.181, F.S., are as follows:

Street address: 1220 Apollo Beach Boulevard

Apollo Beach, FL 33572

Mailing address: 1220 Apollo Beach Boulevard

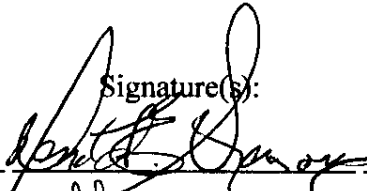
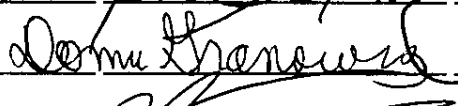

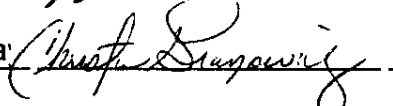
Apollo Beach, FL 33572

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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 any appraisal rights of its members under ss.608.4351-608.43595, Florida Statutes.

**NINTH:** Signature(s) for Each Party:

Name of Entity/Organization:	Signature(s):	Typed or Printed Name of Individual:
Lands End Marina Holding Co		Donald E. Granowicz
Sunset Pointe Marina Inc		Donna Granowicz
Lands End Marina of Tampa LLC		Vic Granowicz
Lands End Marina of Tampa Ba		Christie Granowicz

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 Companies:	Signature of a member or authorized representative

<b><u>Fees:</u></b> 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

<b><u>Certified Copy (optional):</u></b>	\$30.00
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## 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>
Land's End Marina of Tampa LL	Florida	LLC
Lands End Marina Holding Co	Florida	corporation
Sunset Pointe Marina Inc	Florida	corporation
Lands End Marina of Tampa Bay	Florida	corporation

**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>
Lands End Marina of Tampa Bay	Florida	LLC

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

Every domestic corporation and other business entity that is a party to the merger merges into the surviving entity and the separate existence of every domestic corporation and other business entity that is a party to the merger, except the surviving entity, ceases. The title to all real estate and other property, or any interest therein, owned by each business entity that is a party to the merger is vested in the surviving entity without reversion or impairment. The surviving entity shall thereafter be responsible and liable for all the liabilities and obligations of each business entity that is a party to the merger.

*(Attach additional sheet if necessary)*

**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 cash or other property is as follows:

Donald, Donna, Vic and Christie Granowicz interests in each merged party is being  
converted into a 25% ownership each in the interests, shares, obligations or other  
securities of the survivor. Hank Clark and Chery Clark will be paid appraisal  
value for their interest in each merged party. Hank Clark and Chery Clark's  
interest will cease when the merged parties cease. Neither Hank Clark nor  
Chery Clark will have any ownership in the surviving LLC.

*(Attach additional sheet if necessary)*

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:

Donald, Donna, Vic and Christie Granowicz interests in each merged party is being  
converted into the right to acquire 25% each in the interests, shares, obligations,  
or other securities of the survivor.  
Hank Clark and Chery Clark interest in the merged parties will be converted  
in whole into cash based on appraisal value at the time of merger.  
Hank and Chery Clark will have no rights to acquire the interests, shares,  
obligations or others securities of the survivor.

*(Attach additional sheet if necessary)*

**FIFTH:** Any statements that are required by the laws under which each other business entity is formed, organized, or incorporated are as follows:

Any claim existing or action or proceeding pending by or against any  
corporation party to the merger may be continued as if the merger did not occur  
or the surviving limited liability company may be substituted in the proceeding  
for the corporation which ceased existence.

Neither the rights of creditors nor any liens upon the property of any corporation  
party to the merger shall be impaired by such merger.

*(Attach additional sheet if necessary)*

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

The articles of organization and the operating agreement of the surviving  
limited liability company in effect immediately prior to the time of the merger  
becomes effective shall be the articles of organization and the operating  
agreement of the surviving entity, except as amended or restated to the extent  
provided in the plan of merger.

*(Attach additional sheet if necessary)*

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Required Signature(s) on behalf of Each Business Entity: Individual(s) signing affirm(s) that the facts stated in this document are true. Any false information constitutes a third degree felony as provided for in s.817.155, F.S.

As officers and members of each business entity, we hereby approve the merger.

On behalf of:

Land's End Marina of Tampa, Bay, Inc. - FEI 593183734, Document # P93000037422


Signature:   
Christie Granowicz, President

Formerly known as:

Land's End Marina Holding Company, Inc. - FEI 593183734, Document #P93000037422

Signature:   
Donald E. Granowicz, Registered Agent

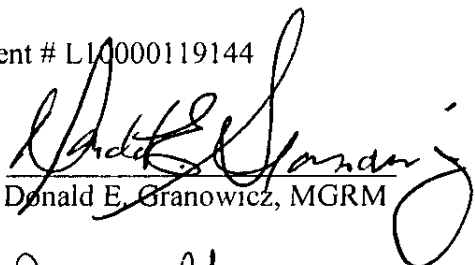
Sunset Pointe Marina, Inc., - FEI 593405487, Document # P96000077185

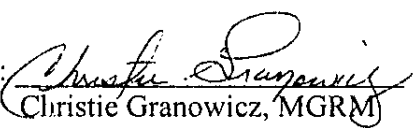
Signature:   
Donna Granowicz, President

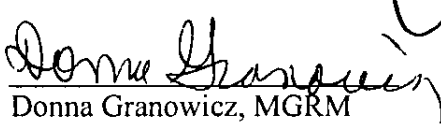
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Land's End Marina of Tampa, LLC - FEI 273889880, Document # L10000119144

Signature:   
Vic Granowicz, MGRM

Signature:   
Donald E. Granowicz, MGRM

Signature:   
Christie Granowicz, MGRM

Signature:   
Donna Granowicz, MGRM