

L11000073294

**Florida Department of State
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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: j.peshkin@vanguardland.com

**MERGER OR SHARE EXCHANGE
PLP DEVELOPMENT, LLC**

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ARTICLES OF MERGER OF
PLP LOTS, LLC, L09-113791
INTO
PLP DEVELOPMENT, LLC 41-73294


PLP Development, LLC, a Florida limited liability company ("Development"), hereby delivers to the Department of State for filing the following Articles of Merger for the merger of PLP Lots, LLC, a Florida limited liability company ("PLP Lots"), with and into Development. Development shall be the surviving business entity.

1. A true copy of the Plan of Merger is attached hereto as "Exhibit A."
2. The foregoing Plan of Merger was approved by Development in accordance with Section 608.4381, Florida Statutes.
3. The foregoing Plan of Merger was approved by PLP Lots in accordance with Section 608.4381, Florida Statutes.
4. The effective date of the merger is the date these Articles of Merger are filed with the Department of State.

IN WITNESS WHEREOF, these Articles of Merger have been executed and delivered by the constituent business entities as of the Effective Date.

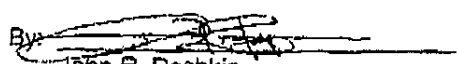
PLP LOTS, LLC,
a Florida limited liability company

By: **Vanguard Realtors, LLC,**
a Florida limited liability company
Its Manager

By: 
John R. Peshkin
As its Manager

PLP DEVELOPMENT, LLC,
a Florida limited liability company

By: **Vanguard Realtors, LLC,**
a Florida limited liability company
Its Manager

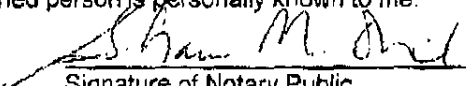
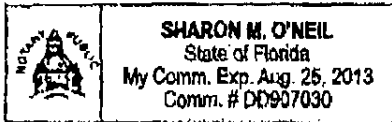
By: 
John R. Peshkin
As its Manager

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STATE OF FLORIDA
COUNTY OF SARASOTA

The foregoing instrument was acknowledged before me this 25th day of July 2011, by John R. Peshkin, as Manager of Vanguard Realtors, LLC, a Florida limited liability company on behalf of the company. The above-named person is personally known to me or has produced _____ as identification. If no type of identification is indicated, the above-named person is personally known to me.

(Notary Seal)


Signature of Notary PublicSharon M. O'Neil
Print Name of Notary Public

I am a Notary Public of the State of Florida,
and my commission expires on 8/25/13.

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EXHIBIT A

PLAN OF MERGER
OF PLP LOTS, LLC,
WITH AND INTO
PLP DEVELOPMENT, LLC

PLP Lots, LLC, a Florida manager-managed limited liability company, and PLP Development, LLC, a Florida manager-managed limited liability company, hereby adopt and approve the following plan as the Plan of Merger required by Section 608.438, Florida Statutes. The terms of the plan are as follows:

1. The names of the business entities planning to merge are PLP Lots, LLC, a Florida manager-managed limited liability company ("PLP Lots"), and PLP Development, LLC, a Florida manager-managed limited liability company ("Development"). As a result of the merger, PLP Lots shall be merged with and into Development. Development shall be the 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 sole membership interest in PLP Lots shall be cancelled.
4. The name and address of the Manager for PLP Lots is Vanguard Realtors, LLC, 7350 Point of Rocks Road, Sarasota, Florida 34242-2641.
5. The name and address of the Manager for Development is Vanguard Realtors, LLC, 7350 Point of Rocks Road, Sarasota, Florida 34242-2641.
6. This plan shall be submitted to the Member and Manager of PLP Lots for approval. This plan shall be submitted to the Members and Manager of Development for approval.
7. Each member of Development having a membership interest in Development 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. The Member and Manager of PLP Lots and the Members and Manager of Development 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.
9. There are no other terms or conditions to the merger.

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