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MERGER OR SHARE EXCHANGE
Sunset Village Park, LLC

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DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

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DEC 14 2012

T. BROWN

**ARTICLES OF MERGER
FOR
FLORIDA PROFIT CORPORATION
INTO FLORIDA LIMITED LIABILITY COMPANY**

The following Articles of Merger are submitted to merge the following Florida Profit Corporation.
in accordance with s. 607.1109, Florida Statutes.

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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>
Barret Bradenton, Inc.	Florida	Corporation (For Profit)

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>
Sunset Village Park, LLC	Florida	Limited Liability Company

THIRD: The attached plan of merger was approved by each domestic corporation and limited liability company that is a party to the merger in accordance with the applicable provisions of Chapters 607 and 608, 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:
Upon filing.

SIXTH: Signature(s) for Each Party:

Barret Bradenton, Inc.

By: 

Bradley P. Dressler, President

Sunset Village Park, LLC

By: 

Bradley P. Dressler, Manager

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>
Barret Bradenton, Inc.	Florida	Corporation (For Profit)

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>
Sunset Village Park, LLC	Florida	Limited Liability Company

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

All assets and liabilities of Barret Bradenton, Inc. will be transferred to Sunset Village Park, LLC by operation of law. All shareholders of Barret Bradenton, Inc. will be the initial members of Sunset Village Park, LLC.

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 other securities of the survivor, in whole or in part, into cash or other property is as follows:

Each shareholder of Barret Bradenton, Inc. shall receive membership interests in Sunset Village Park, LLC. The percentage interest of each membership interest to be received by each shareholder of Barret Bradenton, Inc. shall be an amount equal to the number of shares owned by them in Barret Bradenton, Inc. divided by the total number of outstanding shares issued by Barret Bradenton, Inc.

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

Not Applicable

FIFTH: A limited liability company is the survivor and the name and business address of each manager or managing member is as follows:

Bradley P. Dressler
49 SW Flagler Avenue, Suite 201
Stuart, FL 34994-2140

SIXTH: Signature(s) for Each Party:

Barret Bradenton, Inc.

By: 

Bradley P. Dressler, President

Sunset Village Park, LLC

By: 

Bradley P. Dressler, Manager