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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

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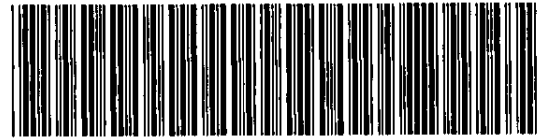
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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12/21/12--01002--002 **60.00

12/21/12--01002--004 **10.00

EXPIRATION DATE
1-1-13

RECEIVED
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
2812 DEC 21 AM 8:20
NOT FILED
TO ACKNOWLEDGE
SUFFICIENCY OF FILING

7167
12 DEC 21 PM 10:16
RECEIVED
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS

Merger
Corp.

LLC DC
12/21/12

COVER LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: Schooner Development, LLC

Name of Surviving Party

Please return all correspondence concerning this matter to:

Thomas B. Woodward, Esq.

Contact Person

Thomas Woodward Law Firm, PLLC

Firm/Company

104 W. 4th Ave.

Address

Tallahassee, Florida 32303

City, State and Zip Code

woodylaw@embarqmail.com

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

For further information concerning this matter, please call:

Tom Woodward

Name of Contact Person

at (850) 222-4818

Area Code and Daytime Telephone Number

☐ Certified Copy (optional) \$8.75

STREET ADDRESS:

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

MAILING ADDRESS:

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

**Articles of Merger
For
Florida Profit or Non-Profit Corporation**

12 DEC 21 PM 10:46
RECEIVED BY 301

EFFECTIVE DATE
1-1-13

The following Articles of Merger are submitted to merge the following Florida Profit and/or Non-Profit Corporation(s) in accordance with s. 607.1109 or 617.0302, 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>
Schooner Development Company	Florida	Domestic 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>
Schooner Development Company, LLC	Florida	LLC

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:

JANUARY 1, 2013

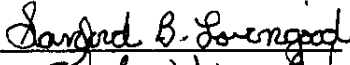
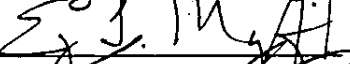
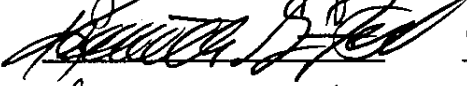
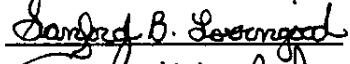
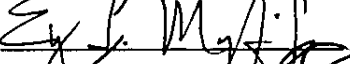
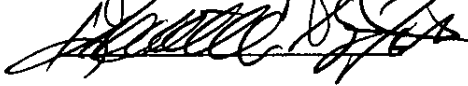
SIXTH: If the surviving party is not formed, organized or incorporated under the laws of Florida, the survivor's principal office address in its home state, country or jurisdiction is as follows:

SEVENTH: If the surviving party is an out-of-state entity, the surviving entity:

a.) Appoints the Florida Secretary of State as its agent for service of process in a proceeding to enforce any obligation or the rights of dissenting shareholders of each domestic corporation that is party to the merger.

b.) Agrees to promptly pay the dissenting shareholders of each domestic corporation that is a party to the merger the amount, if any, to which they are entitled under s. 607.1302, F.S.

EIGHTH: Signature(s) for Each Party:

Name of Entity/Organization:	Signature(s):	Typed or Printed Name of Individual:
Schooner Development Company, LLC		Sanford B. Lovingood
		Emory L. Mayfield
		Kenneth G. Fish
Schooner Development Company		Sanford B. Lovingood
		Emory L. Mayfield
		Kenneth G. Fish

Corporations:

General Partnerships:

Florida Limited Partnerships:

Non-Florida Limited Partnerships:

Limited Liability Companies:

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

Signature of a general partner or authorized person
Signatures of all general partners

Signature of a general partner

Signature of a member or authorized representative

Fees:

\$35.00 Per Party

Certified Copy (optional):

\$8.75

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>
Schooner Development Company	Florida	Domestic 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>
Schooner Development Company, LLC	Florida	LLC

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

The merging party shall be merged into Schooner Development Company, LLC, which shall be the surviving entity and shall continue to be known as Schooner Development Company, LLC. All rights, title and interest of the merging party shall belong to Schooner Development Company, LLC.

(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:

All of the merged party is wholly-owned by the
surviving corporation. Accordingly, no additional
consideration will be given. All assets of the merged party
will hereafter be owned by Schooner Development,
Company, LLC, the surviving party.

(Attach additional sheet if necessary)

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

All of the merged party is wholly-owned by the
surviving party. All assets of the merged party
will be hereafter owned by the surviving party,
Schooner Development Company, LLC

(Attach additional sheet if necessary)

FIFTH: If a partnership is the survivor, the name and business address of each general partner is as follows:

(Attach additional sheet if necessary)

SIXTH: If a limited liability company is the survivor, the name and business address of each manager or managing member is as follows:

Sanford B. Lovingood

2708 Lucerne Drive, Tallahassee, FL 32303

Emory L. Mayfield

4223 Capital Circle N.W., Tallahassee, FL 32303

Kenneth G. Fish

720-E Capital Circle N.E., Tallahassee, FL 32308

(Attach additional sheet if necessary)

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

(Attach additional sheet if necessary)

EIGHTH: Other provision, if any, relating to the merger are as follows:

(Attach additional sheet if necessary)