

L130000148681

Florida Department of State
Division of Corporations
Electronic Filing Cover Sheet

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To:

Division of Corporations
Fax Number : (850) 617-6380

From:

Account Name : ARNSTEIN & LEHR LLP
Account Number : I20060000021
Phone : (561) 833-9800
Fax Number : (561) 655-5551

****Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.****

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CSAucher@ARNSTEIN.COM

**MERGER OR SHARE EXCHANGE
MISTY OAKS APARTMENTS, LLC**

Certificate of Status	0
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*merger
@ 3/10/14*

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March 10, 2014

FLORIDA DEPARTMENT OF STATE
Division of Corporations

HOUSTON MISTY OAKS, LLC
160 SOUTH 44TH STREET
DECATUR, IL 62521

SUBJECT: HOUSTON MISTY OAKS, LLC
REF: M13000007573

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refile the complete document, including the electronic filing cover sheet.

Please accept our apology for failing to mention this in our previous letter.

Effective January 1, 2014, all limited liability company forms must be submitted in accordance with the Revised Limited Liability Company Act, Chapter 605, Florida Statutes. The proper form is on our website or you can correct your document to refer to the Chapter 605.1025, Florida Statutes.

If you have any questions concerning the filing of your document, please call (850) 245-6050.

Irene Albritton
Regulatory Specialist II

FAX Aud. #: H14000048870
Letter Number: 514A00005118

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14 MAR 10 PM 1:06

FLORIDA DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
CORPORATION SERVICES
TALLAHASSEE, FLORIDA 32314

P.O. BOX 6327 - Tallahassee, Florida 32314



February 28, 2014

FLORIDA DEPARTMENT OF STATE
Division of Corporations

HOUSTON MISTY OAKS, LLC
160 SOUTH 44TH STREET
DECATUR, IL 62521

SUBJECT: HOUSTON MISTY OAKS, LLC
REF: M13000007573

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

As a condition of a merger, pursuant to s.605.0212(8), Florida Statutes, each party to the merger must be active and current in filings its annual reports with the Department of State through December 31 of the calendar year in which the articles of merger are submitted for filing.

If you have any questions concerning the filing of your document, please call (850) 245-6050.

Irene Albritton
Regulatory Specialist II

FAX Aud. #: H14000048870
Letter Number: 814A00004458

P.O BOX 6327 - Tallahassee, Florida 32314

ARTICLES OF MERGER
OF
MISTY OAKS APARTMENTS LLC
(SURVIVING DOMESTIC LIMITED LIABILITY COMPANY)

AND
HOUSTON MISTY OAKS, LLC
(TERMINATING FOREIGN LIMITED LIABILITY COMPANY)

The following articles of merger are being submitted in accordance with section(s) **605.1025**, Florida Statutes.

FIRST: The exact name, street address of its principal office, jurisdiction, and entity type of the surviving company are as follows:

<u>Name and Street Address</u>	<u>Jurisdiction</u>	<u>Entity Type</u>
Misty Oaks Apartments LLC 1111 Park Centre Blvd., Ste. 450 Miami, Florida 33169	Florida	profit limited liability company

Florida Document/Registration Number: L13000148681
 FEI Number: NONE

SECOND: The exact name, street address of its principal office, jurisdiction, and entity type for each merging company are as follows:

<u>Name and Street Address</u>	<u>Jurisdiction</u>	<u>Entity Type</u>
Houston Misty Oaks, LLC 165 South 44 th Street Decatur, IL 62521	Delaware	profit limited liability company

Delaware Document/Registration Number: 5432762 *FL DOCUMENT # M13000007573*
 FEI Number: NONE

THIRD: The Plan of Merger meets the requirements of section(s) 608.438, Florida Statutes, and was approved by each domestic and foreign limited liability company that is a party to the merger in accordance with Chapter(s) 608, Florida Statutes and is attached hereto and made a part hereof.

FILED
 SECRETARY OF STATE
 DIVISION OF CORPORATE &
 14 MAR 10 PM 1:41

FOURTH: The merger shall become effective as of date the Articles of Merger are filed with the Florida Department of State.

FIFTH: Adoption of Merger by the Surviving Company:

The Plan of Merger was adopted by the sole member of the surviving company on January 7, 2014.

SIXTH: The attached Plan of Merger was approved by the other business entity that is party to the merger in accordance with the respective laws of all applicable jurisdictions.

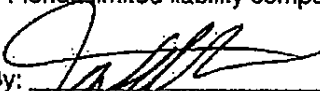
SEVENTH: Adoption of Merger by the Merging Company:

The Plan of Merger was adopted by the sole member of the merging company on January 7, 2014.

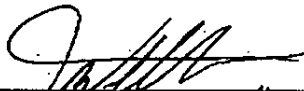
EIGHTH: SIGNATURE(S):

Dated: January 7, 2014.

Misty Oaks Apartments LLC,
a Florida limited liability company

By: 
Name: Tom W. Wilson
Title: manager

Houston Misty Oaks, LLC,
a Delaware limited liability company

By: 
Name: Tom W. Wilson
Title: manager

PLAN OF MERGER

The following PLAN OF MERGER is submitted in compliance with Florida Statutes 605.1025 and in accordance with the laws of any other applicable jurisdiction.

FIRST: The name, address of its principal office, jurisdiction, and entity type of the surviving company are as follows:

Name and Street Address	Jurisdiction	Entity Type
Misty Oaks Apartments LLC 1111 Park Centre Blvd., Ste. 450 Miami, Florida 33169	Florida	profit limited liability company

Florida Document/Registration Number: L13000148681
FEI Number: NONE

SECOND: The exact name, street address of its principal office, jurisdiction, and entity type for each merging company are as follows:

Name and Street Address	Jurisdiction	Entity Type
Houston Misty Oaks, LLC 165 South 44 th Street Decatur, IL 62521	Delaware	profit limited liability company

Delaware Document/Registration Number: 5432762 FL DOCUMENT # M1300007513
FEI Number: NONE

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

1. The Articles of Organization of the surviving company at the effective time and date of the merger shall be the Articles of Organization of said surviving company and said Articles of Organization shall continue in full force and effect until amended and changed in the manner prescribed by the provisions of the Florida Limited Liability Company Act.

2. The present regulations of the surviving company will be the regulations of said surviving company and will continue in full force and effect until changed, altered, or amended as therein provided and in the manner prescribed by the provisions of the Florida Limited Liability Company Act.

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3. The managing members of the surviving company at the effective time and date of the merger shall be the managing members of the surviving company, all of whom shall hold their respective offices until the election and qualification of their successors or until their tenure is otherwise terminated in accordance with the regulations of the surviving company.

4. All liabilities of the merging company shall become the responsibility of the surviving company.

5. Pursuant to the provisions of the Florida Limited Liability Company Act and the provisions of the Delaware Limited Liability Company Act, the surviving and merging companies shall be merged with and into a single company, which shall be the surviving company and which shall continue to exist as said surviving company under its present name pursuant to the provisions of the Florida Limited Liability Company Act. The separate existence of the merging company shall cease at said effective time in accordance with the provisions of the Delaware Limited Liability Company Act.

FOURTH: The manner and basis of converting the interests of each company into interests, obligations, or other securities of the surviving company, in whole or in part, into cash or other property, and the manner and basis of converting rights to acquire interests of each company into rights to acquire interests, obligations or other securities of the surviving or any other company, or, in whole or in part, into cash or other property are as follows:

Each issued membership interest of the merging (terminating) company shall, at the effective time of the merger, be cancelled. The issued shares of the surviving company shall not be converted or exchanged in any manner, but each said share which is issued as of the effective date of the merger shall continue to represent one issued share of the surviving company.

FIFTH: The effective date of this Plan and Agreement of Merger shall become effective as of date the Articles of Merger are filed with the Florida Department of State.

SIXTH: The names and addresses of the managers of the surviving company are as follows:

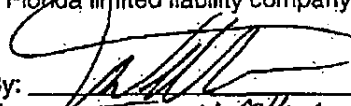
Terry Wellons
1111 Park Centre Blvd #450
Miami, FL 33169

11/4/14 0000 0000 0000

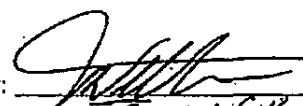
(LC #14 0000 44870 3))

Dated January 7, 2014.

Misty Oaks Apartments LLC,
a Florida limited liability company

By: 
Name: Terry Wellman
Title: Manager

Houston Misty Oaks, LLC,
a Delaware limited liability company

By: 
Name: Terry Wellman
Title: Manager

(LC # 0000 44870 3))