

Division Corporations

Page 1 of 1

Florida Department of State
Division of Corporations
Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

(((H17000191329 3)))



H170001913293ABC0

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:

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

From:

Account Name : WILLIAMS, PARKER, HARRISON, DIETZ & GETZEN, P.A.
 Account Number : 072720000266
 Phone : (941) 366-4800
 Fax Number : (941) 552-7141

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

Email Address: _____

MERGER OR SHARE EXCHANGE
LALP DEVELOPMENT, LLC

Certificate of Status	0
Certified Copy	1
Page Count	05
Estimated Charge	\$108.75

\$130.00

Electronic Filing Menu

Corporate Filing Menu

Help

JUL 24 2017

T. LEMIEUX

Mergal

H17000191329 3

FILED

ARTICLES OF MERGER OF 2017 JUL 21 P 1:01
LALP LOTS S14, LLC,
LALP LOTS IV, LLC,
AND
LALP LOTS VIII, LLC,
INTO
LALP DEVELOPMENT, LLC

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

LALP 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 **LALP Lots S14, LLC**, a Florida limited liability company, **LALP Lots IV, LLC**, a Florida limited liability company, and **LALP Lots VIII, LLC**, a Florida limited liability company (the "**Lots LLCs**"), 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" (the "**Plan of Merger**").
2. The foregoing Plan of Merger was approved by **Development** in accordance with Section 605.1023, Florida Statutes.
3. The foregoing Plan of Merger was approved by the **Lots LLCs** in accordance with Section 605.1023, Florida Statutes.
4. **Development** agrees to pay any members with appraisal rights the amount, to which members are entitled under Sections 605.1006 and 605.1061 through 605.1072, Florida Statutes.
5. The effective date of the merger is the date these Articles of Merger are filed with the Department of State.


{Signatures appear on following page.}

H17000191329 3

IN WITNESS WHEREOF, these Articles of Merger have been executed and delivered this 27th day of JUNE 2017.

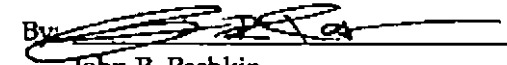
LALP LOTS S14, LLC,
a Florida limited liability company

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

By: 
John R. Peshkin
As its Manager

LALP LOTS IV, LLC,
a Florida limited liability company

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

By: 
John R. Peshkin
As its Manager

LALP LOTS VIII, LLC,
a Florida limited liability company

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


By: 
John R. Peshkin
As its Manager

(Signatures continued on following page.)

H17000191329 3

LALP DEVELOPMENT, LLC,
a Florida limited liability company

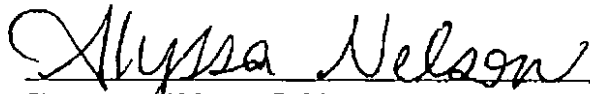
By: Vanguard Realtors, LLC,
a Florida limited liability company
Its Manager


By: 
John R. Peshkin
As its Manager

STATE OF FLORIDA
COUNTY OF SARASOTA

The foregoing instrument was acknowledged before me this 27th day of JUNE 2017, 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 Public
Alyssa Nelson
Print Name of Notary Public

 ALYSSA NELSON
NOTARY PUBLIC
STATE OF FLORIDA
Comm# FP957425
Expires 10/2/2018

I am a Notary Public of the State of Florida,
and my commission expires on 10/2/2018.

H17000191329 3

EXHIBIT A**PLAN OF MERGER OF
LALP LOTS S14, LLC,
LALP LOTS IV, LLC,
AND
LALP LOTS VIII, LLC
WITH AND INTO
LALP DEVELOPMENT, LLC**

LALP Lots S14, LLC, a Florida manager-managed limited liability company, **LALP Lots IV, LLC**, a Florida manager-managed limited liability company, **LALP Lots VIII, LLC**, a Florida manager-managed limited liability company, and **LALP Development, LLC**, a Florida manager-managed limited liability company, hereby adopt and approve the following plan as the Plan of Merger required by Section 605.1022, Florida Statutes. The terms of the Plan of Merger are as follows:

1. The names of the business entities planning to merge are **LALP Lots S14, LLC**, a Florida manager-managed limited liability company ("**Lots S14**"), **LALP Lots IV, LLC**, a Florida manager-managed limited liability company ("**Lots IV**"), **LALP Lots VIII, LLC**, a Florida manager-managed limited liability company ("**Lots VIII**" and with **Lots S14** and **Lots IV**, the "**Lots LLCs**") and **LALP Development, LLC**, a Florida manager-managed limited liability company ("**Development**"). As a result of the merger, the **Lots LLCs** 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 each of the **Lots LLCs** shall be cancelled. No change shall occur in the membership interest of **Development**.

4. The name and address of the Manager for the **Lots LLCs** is **Vanguard Realtors, LLC**, 7350 Point of Rocks Road, Sarasota, Florida 34242.

5. The name and address of the Manager for **Development** is **Vanguard Realtors, LLC**, 7350 Point of Rocks Road, Sarasota, Florida 34242.

H17000191329 3

H17000191329 3

6. This Plan of Merger shall be submitted to the Member and Manager of the Lots LLCs for approval. This plan shall be submitted to the Members and Manager of Development for approval.

7. The Members of Development having a membership interest in Development immediately prior to the Effective Date will hold the same membership interest, with identical designations, preferences, limitations, and relative rights, immediately after the merger.

8. The Member and Manager of the Lots LLCs 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 of or conditions to the merger.