

L14000148947

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(City/State/Zip/Phone #)

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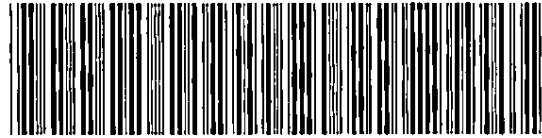
(Business Entity Name)

(Document Number)

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FILED

2017 AUG 23 AM 8:17

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

2017 AUG 23 PM 3:18

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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I ALBRITTON

**CERTIFICATE AND ARTICLES OF MERGER**

for

**DEMER DELAND DEVELOPMENT, INC.,**  
a Florida corporation

and

**COURTLAND OF DELAND, LLC,**  
a Florida limited liability company

FILED  
2014 AUG 23 AM 8:17  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The following *Certificate and Articles of Merger* is submitted to merge **Demer Deland Development, Inc.**, a Florida corporation, and **Courtland of Deland, LLC**, a Florida limited liability company in accordance with the provisions of Chapters 605 and 607, *Florida Statutes*.

1. **Demer Deland Development, Inc.** is a corporation organized under the laws of the State of Florida. The *Articles of Incorporation* for **Demer Deland Development, Inc.** were filed with the Florida Department of State on May 23, 2014, and the Document Number assigned by the Florida Department of State to it was P14000046408. **Demer Deland Development, Inc.** is managed by its sole shareholder and has no board of directors.

2. **Courtland of Deland, LLC** is a limited liability company organized under the laws of the State of Florida. The *Articles of Organization* for **Courtland of Deland, LLC** were filed with the Florida Department of State on September 23, 2014, and the Document Number assigned by the Florida Department of State to it was L14000148947. **Courtland of Deland, LLC** is a manager-managed limited liability company.

3. The surviving party is a limited liability company organized under the laws of the State of Florida. The exact name, the date the *Articles of Organization* for the

surviving party were filed with the Florida Department of State, and the Document Number assigned by the Florida Department of State to the surviving party are as follows:

<u>Name:</u>	<u>Date Filed</u>	<u>Document Number</u>
<b><i>Courtland of Deland, LLC</i></b>	<b>September 23, 2014</b>	<b>L14000148947</b>

4. The attached *Plan of Merger* was unanimously approved by the sole Shareholder of ***Demer Deland Development, Inc.*** (and therefore the entity itself) in accordance with the State of Florida and, specifically, the applicable provisions of Chapter 607, *Florida Statutes*.

5. The attached *Plan of Merger* was unanimously approved by the sole Member and Manager of ***Courtland of Deland, LLC*** (and therefore the entity itself) in accordance with the laws of the State of Florida and, specifically, the applicable provisions of Chapter 605, *Florida Statutes*.

6. The effective date of the merger evidenced by this *Certificate and Articles of Merger* shall be the date this *Certificate and Articles of Merger* and the attached *Plan of Merger* are filed with the Florida Department of State.


Dated: July 20, 2017

***Demer Deland Development, Inc.***

By: 

Courtney S. Blackburn  
Its: President

***Courtland of Deland, LLC***

By: 

Courtney S. Blackburn  
Its: Manager

## **Plan of Merger**

for

**DEMER DELAND DEVELOPMENT, INC.,**  
a Florida corporation

and

**COURTLAND OF DELAND, LLC,**  
a Florida limited liability company

The following *Plan of Merger* has been unanimously approved by the sole shareholder of **Demer Deland Development, Inc.**, a Florida corporation, and by the sole owner and member of **Courtland of Deland, LLC**, a Florida limited liability company, and is submitted to merge **Demer Deland Development, Inc.**, a Florida corporation, and **Courtland of Deland, LLC**, a Florida limited liability company, in accordance with Chapters 605 and 607, *Florida Statutes*.

### **Section I**

**Demer Deland Development, Inc.** is a corporation organized under the laws of the State of Florida. The *Articles of Incorporation* for **Demer Deland Development, Inc.** were filed with the Florida Department of State on **May 23, 2014**, and the Document Number assigned by the Florida Department of State to it was **P14000046408**.

**Courtland of Deland, LLC** is a limited liability company organized under the laws of the State of Florida. The *Articles of Organization* for **Courtland of Deland, LLC** were filed with the Florida Department of State on **September 23, 2014**, and the Document Number assigned by the Florida Department of State to it was **L14000148947**.

## Section II

The surviving party is a limited liability company organized under the laws of the State of Florida. The exact name, the date the *Articles of Organization* for the surviving party were filed with the Florida Department of State, and the Document Number assigned by the Florida Department of State to the surviving party are as follows:

<u>Name:</u>	<u>Date Filed</u>	<u>Document Number</u>
<b><i>Courtland of Deland, LLC</i></b>	<b>September 23, 2014</b>	<b>L14000148947</b>

## Section III

The terms and conditions of the merger are as follows:

- a. All of the assets of ***Demer Deland Development, Inc.*** shall be the assets of ***Courtland of Deland, LLC*** when the *Certificate and Articles of Merger* and this *Plan of Merger* are filed with the Florida Department of State and specifically the title to all real and personal property owned by ***Demer Deland Development, Inc.*** shall be vested in ***Courtland of Deland, LLC*** without reversion or impairment or the requirement of any deed when the merger becomes effective;
- b. All of the liabilities of ***Demer Deland Development, Inc.*** shall be the liabilities of ***Courtland of Deland, LLC*** when the *Certificate and Articles of Merger* and this *Plan of Merger* are filed with the Florida Department of State; and
- c. The sole Member of ***Courtland of Deland, LLC*** immediately before the effective date and time of the merger shall remain and be the sole Member of ***Courtland of Deland, LLC*** upon the effective date and time of the merger.

## Section IV

***Courtland of Deland, LLC*** is the sole shareholder of ***Demer Deland Development, Inc.*** and only has one member who will continue to be the only member

after the merger until such time that she elects to change the ownership. Therefore, there will be no conversion of interests, shares, membership interests, obligations or other securities with respect to each merged party into the interests, shares, membership interests, obligations or other securities of the survivor, in whole or in part, into cash or other property.

#### **Section V**

There are no rights to acquire the interests, shares, obligations or other securities with respect to each merged party and, therefore, no rights to acquire the interests, shares, obligations or other securities of the surviving party. The notifications related to the merger which is the subject of this *Plan of Merger* that are, or may be, required to be given shareholders pursuant to Chapter 607, *Florida Statutes*, and to Members pursuant to Chapter 605, *Florida Statutes*, are hereby waived.

#### **Section VI**

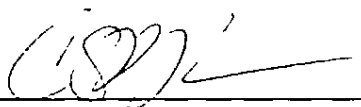
The surviving party to the merger (i.e., ***Courtland of Deland, LLC***) is a manager-managed limited liability company and the name and address of the Manager are as follows:

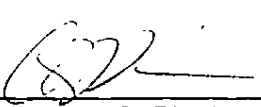
Courtney S. Blackburn  
4060 S. Francis Road  
St. Augustine, Florida 32092

Dated: July 20, 2017

***Demer Deland Development, Inc.***

***Courtland of Deland, LLC***

By:   
\_\_\_\_\_  
Courtney S. Blackburn  
Its: Sole Shareholder and President

By:   
\_\_\_\_\_  
Courtney S. Blackburn  
Its: Sole Member and Manager