

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.**

((H17000126247 3)))



H170001262473ABC/

**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 : BROAD AND CASSEL ORLANDO - CORPORATE  
Account Number : I20160000074  
Phone : (407) 839-4277  
Fax Number : (407) 425-8377

**\*\*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**  
**Castleton Exchange LLC**

Certificate of Status	1
Certified Copy	1
Page Count	02
Estimated Charge	\$67.50

17 MAY -9 AM 9:50

**ARTICLES OF MERGER****OF****SOUTH TAMPA APARTMENTS III LLC****(a Florida limited liability company)****WITH AND INTO****CASTLETON EXCHANGE LLC****(a Florida limited liability company)**

The following Articles of Merger are submitted to merge the following Florida limited liability companies in accordance with Section 605.1025, Florida Statutes:

1. The exact name, form/entity type, and jurisdiction for each merging party are as follows: SOUTH TAMPA APARTMENTS III LLC, a Florida limited liability company (the "Disappearing Entity"), and CASTLETON EXCHANGE LLC, a Florida limited liability company (the "Surviving Entity").

2. The Disappearing Entity is wholly owned by the Surviving Entity and is treated as an entity disregarded from the Surviving Entity for U.S. federal income tax purposes.

3. Pursuant to the agreement and plan of merger (the "Agreement and Plan of Merger"), dated effective as of April 24, 2017, the Disappearing Entity will merge with and into the Surviving Entity.

4. The Agreement and Plan of Merger was approved and adopted by the members and manager of the Surviving Entity by written consent on April 24, 2017, and approved by the sole member and manager of the Disappearing Entity by written consent effective on April 24, 2017. The Plan of Merger has been approved in accordance with the applicable provisions of Florida law.

5. The Articles of Organization of the Surviving Entity as now in force and effect shall remain in force and effect until changed, altered or amended as therein provided and in the manner prescribed by the relevant provisions of Florida law, except that the text of the first article of the Articles of Organization of the Surviving Entity is hereby deleted in its entirety and replaced with the following:

**ARTICLE I:** The name of the Limited Liability Company is Boutique Apartments LLC.

6. The merger shall become effective as of the filing of these Articles.

7. The Members of the Disappearing Entity waive any and all appraisal rights that may be available to them under law or equity.

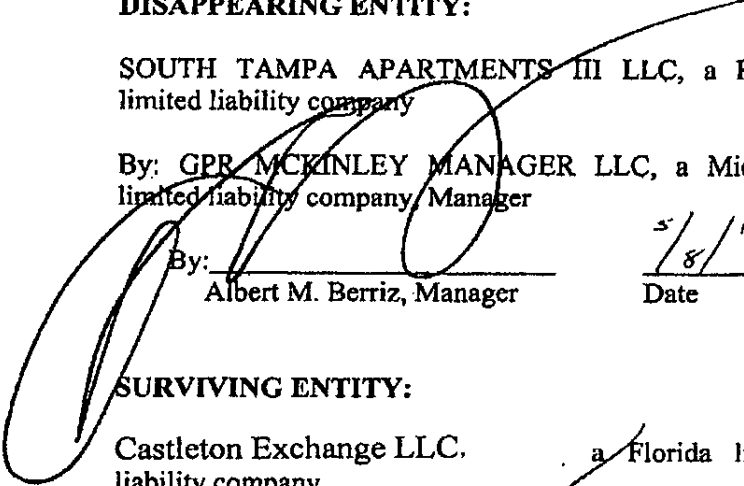
[SIGNATURE PAGE TO FOLLOW]

IN WITNESS WHEREOF, the parties hereto have duly executed these Articles of Merger, as of the day and year first written above.

**DISAPPEARING ENTITY:**

SOUTH TAMPA APARTMENTS III LLC, a Florida  
limited liability company

By: GPR MCKINLEY MANAGER LLC, a Michigan  
limited liability company, Manager

By:   
Albert M. Berriz, Manager

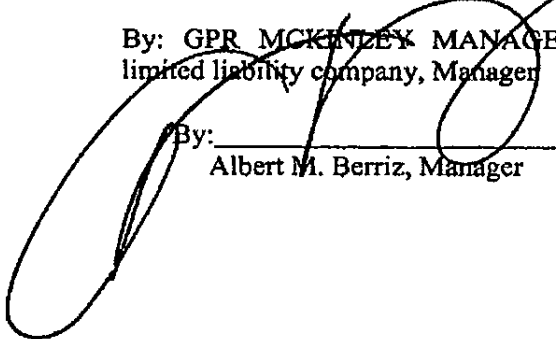
5/8/17

Date

**SURVIVING ENTITY:**

Castleton Exchange LLC, a Florida limited  
liability company

By: GPR MCKINLEY MANAGER LLC, a Michigan  
limited liability company, Manager

By:   
Albert M. Berriz, Manager

5/8/17

Date