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Division of Corporations

L15000137086

Florida Department of State

Division of Corporations

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MERGER OR SHARE EXCHANGE

The Club at Henderson Beach Resort, LLC

Certificate of Status	0
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ARTICLES OF MERGER

Pursuant to Section 605.1025, *Florida Statutes*, these Articles of Merger are submitted to merge CRYSTAL BEACH CAFÉ, LLC, a Florida limited liability company, with and into THE CLUB AT HENDERSON BEACH RESORT, LLC, a Florida limited liability company.

FIRST: The name of the merging party of this merger is CRYSTAL BEACH CAFÉ, LLC, a Florida limited liability company (Florida document number L21000200023) ("Café LLC").

SECOND: The name of surviving party of this merger is THE CLUB AT HENDERSON BEACH RESORT, LLC, a Florida limited liability company (Florida document number L15000137086) ("Club LLC").

THIRD: The merger was approved by each domestic merging entity, in accordance with §§605.1021-605.1026, *Florida Statutes*, and by each member of such limited liability company who, as a result of the merger, will have interest holder liability under §605.1023(1)(b), *Florida Statutes*.

FOURTH: The Club LLC, as the surviving entity, agrees to pay any members with appraisal rights the amount to which members are entitled under Sections 605.1006 and 605.1061-605.1072, *Florida Statutes*.

FIFTH: The merger is effective for all purposes on August 11, 2022.

Dated on the dates set forth below.

THE CLUB AT HENDERSON BEACH
RESORT, LLC, A FLORIDA LIMITED
LIABILITY COMPANY

BY: DUNAVANT GULF, LLC A FLORIDA
LIMITED LIABILITY COMPANY
ITS: SOLE MEMBER

By: William O. Hagerman
Name: William O. Hagerman
Title: Manager
Date: August 11, 2022

CRYSTAL BEACH CAFÉ, LLC, A
FLORIDA LIMITED LIABILITY
COMPANY

BY: DUNAVANT GULF, LLC A FLORIDA
LIMITED LIABILITY COMPANY
ITS: SOLE MEMBER

By: William O. Hagerman
Name: William O. Hagerman
Title: Manager
Date: August 11, 2022