

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 : EMMANUEL SHEPPARD & CONDON
Account Number : 072720000035
Phone : (850) 433-6581
Fax Number : (850) 433-6162

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

Email Address: neal@120mainstreet.com

MERGER OR SHARE EXCHANGE
Miller's Ferry Lodge, LLC

merger

AUG 07 2017

R. WHITE

Certificate of Status	3
Certified Copy	1
Page Count	09
Estimated Charge	\$135.00

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COVER LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: Miller's Ferry Lodge, LLC
Name of Surviving Party

The enclosed Certificate of Merger and fee(s) are submitted for filing.

Please return all correspondence concerning this matter to:

Alan B. Bookman
Contact Person

Emmanuel Sheppard & Condon
Firm/Company

30 S. Spring Street
Address

Pensacola, FL 32502
City, State and Zip Code

abb@esclaw.com
E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Alan B. Bookman at (850) 433-6591
Name of Contact Person Area Code Daytime Telephone Number

Certified copy (optional) \$30.00

STREET ADDRESS:
Amendment Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

MAILING ADDRESS:
Amendment Section
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

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Articles of Merger
For
Florida Limited Liability Company

The following Articles of Merger is submitted to merge the following Florida Limited Liability Company(ies) in accordance with s. 605.1025, Florida Statutes.

FIRST: The exact name, form/entity type, and jurisdiction for each merging party are as follows:

<u>Name</u>	<u>Jurisdiction</u>	<u>Form/Entity Type</u>
NMM Property Holdings, LLC	Florida	LLC
Miller's Ferry Two, LLC	Florida	LLC
CNNM2, LLC	Florida	LLC

SECOND: The exact name, form/entity type, and jurisdiction of the surviving party are as follows:

<u>Name</u>	<u>Jurisdiction</u>	<u>Form/Entity Type</u>
Miller's Ferry Lodge, LLC	Alabama	LLC

THIRD: The merger was approved by each domestic merging entity that is a limited liability company in accordance with ss.605.1021-605.1026; by each other merging entity in accordance with the laws of its jurisdiction; and by each member of such limited liability company who as a result of the merger will have interest holder liability under s.605.1023(1)(b).

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FOURTH: Please check one of the boxes that apply to surviving entity: (if applicable)

- This entity exists before the merger and is a domestic filing entity, the amendment, if any to its public organic record are attached.
- This entity is created by the merger and is a domestic filing entity, the public organic record is attached.
- This entity is created by the merger and is a domestic limited liability limited partnership or a domestic limited liability partnership, its statement of qualification is attached.
- This entity is a foreign entity that does not have a certificate of authority to transact business in this state. The mailing address to which the department may send any process served pursuant to s. 605.0117, and Chapter 48, Florida Statutes is:

Neal B. Nash c/o William M. Lyon Jr.

3207 International Drive

Mobile, AL 36608

FIFTH: This entity agrees to pay any members with appraisal rights the amount, to which members are entitled under ss.605.1006 and 605.1061-605.1072, F.S.

SIXTH: If other than the date of filing, the delayed effective date of the merger, which cannot be prior to nor more than 90 days after the date this document is filed by the Florida Department of State:

Note: If the date inserted in this block does not meet the applicable statutory filing requirements, this date will not be listed as the document's effective date on the Department of State's records.

SEVENTH: Signature(s) for Each Party:

Name of Entity/Organization:	Signature(s):	Typed or Printed Name of Individual:

- Corporations: Chairman, Vice Chairman, President or Officer
(If no directors selected, signature of incorporator.)
- General partnerships: Signature of a general partner or authorized person
- Florida Limited Partnerships: Signatures of all general partners
- Non-Florida Limited Partnerships: Signature of a general partner
- Limited Liability Companies: Signature of an authorized person

Fees: For each Limited Liability Company:	\$25.00	For each Corporation:	\$35.00
For each Limited Partnership:	\$52.50	For each General Partnership:	\$25.00
For each Other Business Entity:	\$25.00	Certified Copy (optional):	\$30.00

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ARTICLES OF MERGER

Pursuant to Chapter 605 of the Florida Revised Limited Liability Company Act, **NMM PROPERTY HOLDINGS, LLC**, a Florida limited liability company, and **MILLER'S FERRY LODGE, LLC**, an Alabama limited liability company, adopt the following Articles of Merger for the purpose of merging **NMM PROPERTY HOLDINGS, LLC** into **MILLER'S FERRY LODGE, LLC**, the latter of which is to survive the merger. The effective date of this merger shall be December 31, 2016.

ARTICLE I

A plan of merger (the "Plan") as set forth in the **AGREEMENT AND PLAN OF LIQUIDATION MERGER**, attached hereto and made a part of this instrument, was duly approved by resolutions of the Members of **NMM PROPERTY HOLDINGS, LLC** and **MILLER'S FERRY LODGE, LLC** on December 31, 2016.

ARTICLE II

The Members of **NMM PROPERTY HOLDINGS, LLC** and **MILLER'S FERRY LODGE, LLC** unanimously approved and adopted the Plan on December 31, 2016.

ARTICLE III

Upon completion of this merger, **MILLER'S FERRY LODGE, LLC** (formerly known as **NMM PROPERTY HOLDINGS, LLC**), the surviving corporation, shall be governed by the laws of the State of Alabama.

IN WITNESS WHEREOF, **NMM PROPERTY HOLDINGS, LLC** and **MILLER'S FERRY LODGE, LLC** have caused these Articles of Merger to be duly executed by their respective authorized officers.

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Attest:

NMM PROPERTY HOLDINGS, LLC

By: _____

By: *Neal B. Nash*
Neal B. Nash, Manager

STATE OF FLORIDA
COUNTY OF ESCAMBLA

The foregoing instrument was acknowledged before me the 25 day of April, 2017, by Neal B. Nash, Manager of **NMM PROPERTY HOLDINGS, LLC**, a Florida limited liability company, on behalf of the company.

Alan Bart Bookman
Notary Public



ALAN BART BOOKMAN
Notary Public, State of Florida
My Comm. Expires Apr. 24, 2019
Commission No. FF 188853 My Commission Expires:

MILLER'S FERRY LODGE, LLC

By: *Neal B. Nash*
Neal B. Nash Manager

STATE OF FLORIDA
COUNTY OF ESCAMBLA

The foregoing instrument was acknowledged before me the 25 day of April, 2017, by Neal B. Nash, Manager of **MILLER'S FERRY LODGE, LLC**, an Alabama limited liability company, on behalf of the company.

Alan Bart Bookman
Notary Public



ALAN BART BOOKMAN
Notary Public, State of Florida
My Comm. Expires Apr. 24, 2019
Commission No. FF 188853 My Commission Expires:

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ARTICLES OF MERGER

Pursuant to Chapter 605 of the Florida Revised Limited Liability Company Act, **MILLER'S FERRY TWO, LLC**, a Florida limited liability company, and **MILLER'S FERRY LODGE, LLC**, an Alabama limited liability company, adopt the following Articles of Merger for the purpose of merging **MILLER'S FERRY TWO, LLC** into **MILLER'S FERRY LODGE, LLC**, the latter of which is to survive the merger. The effective date of this merger shall be December 31, 2016.

ARTICLE I

A plan of merger (the "Plan") as set forth in the AGREEMENT AND PLAN OF LIQUIDATION MERGER, attached hereto and made a part of this instrument, was duly approved by resolutions of the Members of **MILLER'S FERRY TWO, LLC** and **MILLER'S FERRY LODGE, LLC** on December 31, 2016.

ARTICLE II

The Members of **MILLER'S FERRY TWO, LLC** and **MILLER'S FERRY LODGE, LLC** unanimously approved and adopted the Plan on December 31, 2016.

ARTICLE III

Upon completion of this merger, **MILLER'S FERRY LODGE, LLC** (formerly known as **MILLER'S FERRY TWO, LLC**), the surviving corporation, shall be governed by the laws of the State of Alabama.

IN WITNESS WHEREOF, **MILLER'S FERRY TWO, LLC** and **MILLER'S FERRY LODGE, LLC** have caused these Articles of Merger to be duly executed by their respective authorized officers.

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Attest:

MILLER'S FERRY TWO, LLC

By: _____

By: *Neal B. Nash*
Neal B. Nash, Manager

STATE OF FLORIDA
COUNTY OF ESCAMBIA

The foregoing instrument was acknowledged before me the 25 day of April, 2017, by Neal B. Nash, Manager of **MILLER'S FERRY TWO, LLC**, a Florida limited liability company, on behalf of the company.

Alan Bart Bookman

Notary Public

My Commission Expires:



ALAN BART BOOKMAN
Notary Public, State of Florida
My Comm. Expires Apr. 24, 2019
Commission No. FF 199653

MILLER'S FERRY LODGE, LLC

By: *Neal B. Nash*
Neal B. Nash, Manager

STATE OF FLORIDA
COUNTY OF ESCAMBIA

The foregoing instrument was acknowledged before me the 25 day of April, 2017, by Neal B. Nash, Manager of **MILLER'S FERRY LODGE, LLC**, an Alabama limited liability company, on behalf of the company.

Alan Bart Bookman
Notary Public

My Commission Expires:



ALAN BART BOOKMAN
Notary Public, State of Florida
My Comm. Expires Apr. 24, 2019
Commission No. FF 199653

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ARTICLES OF MERGER

Pursuant to Chapter 605 of the Florida Revised Limited Liability Company Act, **CNNM 2, LLC**, a Florida limited liability company, and **MILLER'S FERRY LODGE, LLC**, an Alabama limited liability company, adopt the following Articles of Merger for the purpose of merging **CNNM 2, LLC** into **MILLER'S FERRY LODGE, LLC**, the latter of which is to survive the merger. The effective date of this merger shall be December 31, 2016.

ARTICLE I

A plan of merger (the "Plan") as set forth in the **AGREEMENT AND PLAN OF LIQUIDATION MERGER**, attached hereto and made a part of this instrument, was duly approved by resolutions of the Members of **CNNM 2, LLC** and **MILLER'S FERRY LODGE, LLC** on December 31, 2016.

ARTICLE II

The Members of **CNNM 2, LLC** and **MILLER'S FERRY LODGE, LLC** unanimously approved and adopted the Plan on December 31, 2016.

ARTICLE III

Upon completion of this merger, **MILLER'S FERRY LODGE, LLC** (formerly known as **CNNM 2, LLC**), the surviving corporation, shall be governed by the laws of the State of Alabama.

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IN WITNESS WHEREOF, CNNM 2, LLC and MILLER'S FERRY LODGE, LLC have caused these Articles of Merger to be duly executed by their respective authorized officers.

Attest:

CNNM 2, LLC

By: _____

By: *Neal B. Nash*
Neal B. Nash, Manager

STATE OF FLORIDA
COUNTY OF ESCAMBIA

The foregoing instrument was acknowledged before me the 25 day of April, 2017, by Neal B. Nash, Manager of CNNM 2, LLC, a Florida limited liability company, on behalf of the company.



ALAN BART BOOKMAN
Notary Public, State of Florida
My Comm. Expires Apr. 24, 2019
Commission No. FF 199653

Alan Bart Bookman
Notary Public

My Commission Expires:

MILLER'S FERRY LODGE, LLC

By: *Neal B. Nash*
Neal B. Nash, Manager

STATE OF FLORIDA
COUNTY OF ESCAMBIA

The foregoing instrument was acknowledged before me the 25 day of April, 2017, by Neal B. Nash, Manager of MILLER'S FERRY LODGE, LLC, an Alabama limited liability company, on behalf of the company.



ALAN BART BOOKMAN
Notary Public, State of Florida
My Comm. Expires Apr. 24, 2019
Commission No. FF 199653

Alan Bart Bookman
Notary Public

My Commission Expires:

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