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Office of General Counsel
Brian D. Hudson, Esq.
(352) 753-6729

March 11, 2019

VIA FEDEX OVERNIGHT DELIVERY TO:

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


RE: RP Fenney Transfer Company II, LLC (Document No. L19000029137) merger into The Villages Land Company, LLC (Document No. L16000175538)

Dear Amendment Section,

Enclosed please find State of Florida Articles of Merger of a Domestic Limited Liability Company into a Domestic Limited Liability Company ("Articles") regarding RP Fenney Transfer Company II, LLC merging into The Villages Land Company, LLC (together with Exhibit "A" thereto). Also enclosed is our check in the amount of \$80.00 for the filing of the Articles and for a certified copy of same.

Please return the certified copy of the Articles to my attention, utilizing the enclosed self-addressed pre-paid FedEx label and envelope. I may be reached at (352) 753-6729 or amy.young@thevillages.com should there be any questions or if additional information is required.

Best regards,


Amy L. Young

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Enclosure

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**STATE OF FLORIDA
ARTICLES OF MERGER OF A
DOMESTIC LIMITED LIABILITY COMPANY
INTO A DOMESTIC LIMITED LIABILITY COMPANY**

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The following Articles of Merger are being submitted in accordance with Section 605.1025, Florida Statutes.

First: The name of the entity being merged into the other is RP Fenney Transfer Company II, LLC, a Florida limited liability company, with its principal office located at 3619 Kiessel Road, The Villages, Florida 32163.

Second: The name of the surviving entity is The Villages Land Company, LLC, a Florida limited liability company, with its principal office located at 3619 Kiessel Road, The Villages, Florida 32163.

Third: The Plan of Merger is attached as *Exhibit "A"*, and meets the requirements of Sections 605.1021 – 605.1026, Florida Statutes.

Fourth: On February 13, 2019, the Plan of Merger was adopted and approved by all Members of The Villages Land Company, LLC, a Florida limited liability company, and RP Fenney Transfer Company II, LLC, a Florida limited liability company, in accordance with Sections 605.1021 – 605.1026, Florida Statutes.

Fifth: The Villages Land Company, LLC, a Florida limited liability company, agrees to pay to any members of either RP Fenney Transfer Company II, LLC or The Villages Land Company, LLC with appraisal rights the amount to which such members are entitled under the provisions of Sections 605.1006 and 605.1061 - 605.1072, Florida Statutes.

Sixth: The merger shall become effective as of the date these Articles of Merger are filed with the Florida Department of State.

IN WITNESS WHEREOF, the undersigned have executed these Articles of Merger as of the date first written above.


RP FENNEY TRANSFER COMPANY II, LLC.
a Florida limited liability company

By: _____

Martin L. Dzuro, Manager

THE VILLAGES LAND COMPANY, LLC,
a Florida limited liability company

BY: **TVL Company, LLC**, a Florida limited
liability company, its Manager

By: 
Robert L. Chandler IV, Manager

PLAN OF MERGER
RP FENNEY TRANSFER COMPANY II, LLC,
WITH AND INTO
THE VILLAGES LAND COMPANY, LLC

This Plan of Merger is dated as of February 13, 2019, and formed by and between RP Fenney Transfer Company II, LLC, a Florida limited liability company, and The Villages Land Company, LLC, a Florida limited liability company, in accordance with the provisions of Sections 605.1021 - 605.1026, Florida Statutes.

1. **Merging Entity**: The name of the merging entity is RP Fenney Transfer Company II, LLC, a Florida limited liability company.
2. **Surviving Entity**: The name of the surviving entity is The Villages Land Company, LLC, a Florida limited liability company.
3. **Terms and Conditions**: The terms and conditions of the merger are as follows: The Villages Land Company, LLC, a Florida limited liability company, shall acquire one hundred percent (100%) of the membership interests of RP Fenney Transfer Company II, LLC, a Florida limited liability company.

IN WITNESS WHEREOF, the undersigned have executed this Plan of Merger as of the date first written above.

MERGING ENTITY:

RP FENNEY TRANSFER COMPANY II, LLC, a Florida limited liability company

By: _____

Martin L. Dzuro, Manager

SURVIVING ENTITY:

THE VILLAGES LAND COMPANY, LLC, a Florida limited liability company

BY: **TVL Company, LLC**, a Florida limited liability company, its Manager

By: _____

Robert L. Chandler IV, Manager