

L160000175538

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

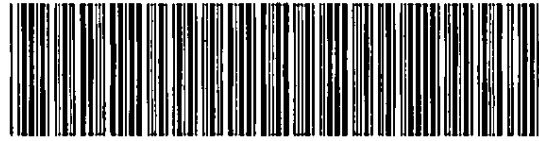
(Business Entity Name)

(Document Number)

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2022 MAR - 1 PM 5: 04
SECRETARY OF STATE
TALLAHASSEE, FL

FILED

CC
Merger

MAR 03 2022
ALBRITTON



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

February 28, 2022

VIA FEDEX OVERNIGHT DELIVERY TO:

Amendment Section
Division of Corporations
The Centre of Tallahassee
2415 N. Monroe Street, Suite 810
Tallahassee, FL 32303

RE: Alderman Transfer Company, LLC (Document No. L22000045345) merger into The Villages Land Company, LLC (Document No. L16000175538)

Dear Amendment Section,

Enclosed please find Articles of Merger of a Domestic Limited Liability Company into a Domestic Limited Liability Company ("Articles") regarding Alderman Transfer Company, LLC merging into The Villages Land Company, LLC ("VLC") (together with Exhibit "A" thereto). Also enclosed is correspondence from your office regarding the 2022 annual report filing for VLC. Please note that the annual report for VLC was filed with your office on February 25, 2022.

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,

A handwritten signature in black ink, appearing to read 'Amy L. Young', written in a cursive style.

Amy L. Young

Enclosures



FLORIDA DEPARTMENT OF STATE
Division of Corporations

RECEIVED

2022 MAR -1 PM 1:49
SECRETARY OF STATE
TALLAHASSEE, FL

February 22, 2022

THE VILLAGES
OFFICE OF GENERAL COUNSEL
3619 KIESSEL ROAD
THE VILLAGES, FL 32163

SUBJECT: THE VILLAGES LAND COMPANY, LLC
Ref. Number: L16000175538

We have received your document and check(s) totaling \$80.00. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

As a condition of a merger, pursuant to s.605.0212(8) and/or s.607.1622 (8), Florida Statutes, each party to the merger must be active and current in filing its annual reports with the Department of State through December 31 of the calendar year in which the articles of merger are submitted for filing.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6050.

Irene Albritton
Regulatory Specialist III

Letter Number: 922A00004368

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

FILED
2022 MAR -1 PM 5:04
SECRETARY OF STATE
TALLAHASSEE, FL

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 Alderman Transfer Company, 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.

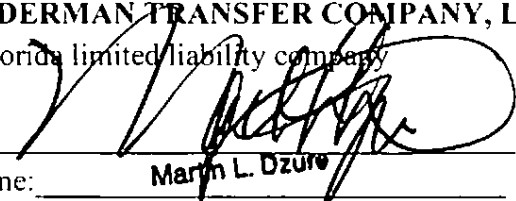
Fourth: On February 9, 2022, the Plan of Merger was adopted and approved by all Members of The Villages Land Company, LLC and Alderman Transfer Company, LLC, in accordance with Sections 605.1021 – 605.1026, Florida Statutes.

Fifth: The Villages Land Company, LLC agrees to pay to any members of either Alderman Transfer Company, 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 February 9, 2022.

ALDERMAN TRANSFER COMPANY, LLC,
a Florida limited liability company

By: 
Name: Martin L. Dzuro
Title: Manager

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

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

By:  _____

Name: Robert L. Chandler IV

Title: Manager

EXHIBIT "A"

**PLAN OF MERGER
ALDERMAN TRANSFER COMPANY, LLC,
WITH AND INTO
THE VILLAGES LAND COMPANY, LLC**

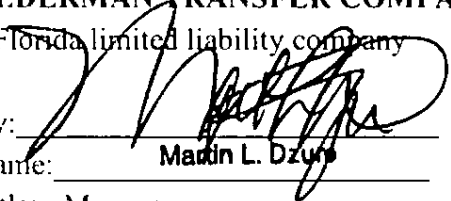
This Plan of Merger is dated as of February 9, 2022, and formed by and between Alderman Transfer Company, LLC, a Florida limited liability company, and The Villages Land Company, LLC, a Florida limited liability company, in accordance with the provisions of Sections 605.1021 - 605.1026, Florida Statutes.

1. **Merging Entity**: The name of the merging entity is Alderman Transfer Company, 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 shall acquire one hundred percent (100%) of the membership interests of Alderman Transfer Company, LLC.

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


MERGING ENTITY:

ALDERMAN TRANSFER COMPANY, LLC,
a Florida limited liability company

By: 
Name: Martin L. Dzuro
Title: 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: 
Name: Robert L. Chandler IV
Title: Manager