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Florida Department of State
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MERGER OR SHARE EXCHANGE

GRBK GHO Lily's Cay, LLC

Certificate of Status	0
Certified Copy	1
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\$ 78.75

* See Effective Date *

4/26/18

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Corporate Filing Menu

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APR 26 2018

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ARTICLES OF MERGER
OF
GHO LILY'S CAY CORP
INTO
GRBK GHO LILY'S CAY, LLC

P15 - 83159


L18 - 99165

GRBK GHO LILY'S CAY, LLC, a Florida limited liability company (the "Company"), hereby delivers to the Florida Department of State for filing the following Articles of Merger for the merger of GHO LILY'S CAY CORP, a Florida corporation (the "Corporation"), with and into the Company. The Company shall be the surviving business entity.


1. A true copy of the Plan of Merger is attached hereto as Exhibit A (the "Plan of Merger").
2. The foregoing Plan of Merger was approved by the Company in accordance with Section 605.1025, Florida Statutes.
3. The foregoing Plan of Merger was approved by the Corporation in accordance with Section 607.1109, Florida Statutes.
4. The effective date of the merger is April 26, 2018 (the "Effective Date").

IN WITNESS WHEREOF, these Articles of Merger have been executed and delivered the 24th day of April 2018.

GHO LILY'S CAY CORP,
a Florida corporation

By: 
William Handler
As its President

GRBK GHO LILY'S CAY, LLC,
a Florida limited liability company

By: 
William Handler
As its Manager

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DIVISION OF CORPORATIONS

EXHIBIT A

PLAN OF MERGER
OF
GHO LILY'S CAY CORP
WITH AND INTO
GRBK GHO LILY'S CAY, LLC

GRBK GHO LILY'S CAY, LLC, a Florida manager-managed limited liability company (the "**Company**"), and GHO LILY'S CAY CORP, a Florida corporation (the "**Corporation**"), hereby adopt and approve the following plan as the Plan of Merger required by Sections 605.1022 and 607.1108, Florida Statutes (the "**Plan of Merger**"). The terms of the Plan of Merger are as follows:

1. Subject to the terms and conditions of the Plan of Merger, and in accordance with the Florida Revised Limited Liability Company Act, Chapter 605, of the Florida Statutes, and the Florida Business Corporation Act, Chapter 607, of the Florida Statutes, on the Effective Date, the Corporation will be merged with and into the Company, the separate corporate existence of the Corporation will cease and the Corporation will be deemed to have liquidated into the Company, which is a disregarded entity for federal income tax purposes (the "**Merger**"). The Company will continue as the surviving business entity and will assume the assets and liabilities of the Corporation.
2. The Merger will be effective on April 26, 2018 (the "**Effective Date**").
3. As a result of the Merger, all shares of common stock of the Corporation issued and outstanding on the Effective Date shall be cancelled. No change shall occur in the membership interest of the Company.
4. The name and address of the manager for the Company is William Handler, 590 NW Mercantile Place, Port St. Lucie, Florida 34986.
5. The Articles of Organization and Operating Agreement of the Company, as the surviving business entity, will not differ from its Articles of Organization and Operating Agreement in effect immediately prior to the Effective Date of the Merger. The member of the Company having a membership interest in the Company immediately prior to the Effective Date will hold the same membership interest, with identical designations, preferences, limitations, and relative rights, immediately after the Merger.

6. The Plan of Merger has been submitted to and approved by the member and manager of the Company. The Plan of Merger has been submitted to and approved by the shareholder and director of the Corporation. The member and manager of the Company, and the shareholder and director of the Corporation are hereby authorized to amend the Plan of Merger at any time prior to the file of the Articles of Merger, to the extent permitted by law.

7. There are no other terms or conditions to the Merger.