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MERGER OR SHARE EXCHANGE

Celebration Pointe, LLC

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Electronic Filing Menu

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ARTICLES OF MERGER

The following Articles of Merger are submitted to merge the following entities in accordance with § 605.1025, Florida Statutes.

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

Name <u>Jurisdiction</u> <u>Form/Entity Type</u>

Celebration II Land Trust Florida Land Trust

Celebration Pointe II. LLC Florida Limited Liability Company

Florida Document Number: L19000231262

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

Name Jurisdiction Form/Entity Type

Celebration Pointe, LLC Florida Limited Liability Company

Florida Document Number: L19000124348

THIRD: The merger was approved by each domestic merging entity that is a limited liability company in accordance with §§ 605.1021-605.1026, Florida Statutes: 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 § 605.1023(1)(b). Florida Statutes.

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

X This entity exists before the merger and is a domestic filing entity, the amendment, if any to its public organic records are attached.

<u>FIFTH</u>: This entity agrees to pay any members with appraisal rights the amount to which members are entitled under §§ 605.1006 and 605.1061-605.1072, Florida Statutes.

SIXTH: The effective date of the merger is the date of filing with the Florida Department of State.

SEVENTH: Signature(s) for Each Party:							
Name of Entity/Organization	Signature(s)	Typed or Printed Name of Individual					
Celebration II Land Trust <		Daryl M. Carter, as President of M. L. Carter Services, Inc., a Florida corporation, Trustee					
Celebration Pointe II, LLC		Charles Whittall, as Co-Manager of CW Family, LLC, a Florida limited liability company, as General Partner of CW Family, LLLP, a Florida limited liability limited partnership, as Manager of Unicorp Investors II, LLC, a Florida limited liability company, Manager					
		Ronna M. Whittall, as Co-Manager of CW Family, LLC, a Florida limited liability company, as General Partner of CW Family, LLLP, a Florida limited liability limited partnership, as Manager of Unicorp Investors II, LLC, a Florida limited liability company, Manager					
Celebration Pointe, LLC		Charles Whittall, as Co-Manager of CW Family, LLC, a Florida limited liability company, as General Partner of CW Family, LLLP, a Florida limited liability limited partnership, as Manager of Unicorp Investors III, LLC, a Florida limited liability company, Manager					
		Ronna M. Whittall, as Co-Manager of CW Family, LLC, a Florida limited liability company, as General Partner of CW Family, LLLP, a Florida limited liability limited partnership, as Manager of Unicorp Investors III, LLC, a Florida limited liability					

company, Manager

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SEVENTH: Signature(s) for Each Party:

Name of Entity/Organization Signature(s)

Celebration II Land Trust

Celebration Pointe II, LLC

Typed or Printed Name of Individual

Daryl M. Carter, as President of M. L. Carter Services, Inc., a Florida corporation, Trustee

Charles Whittall, as Co-Manager of CW Family, LLC, a Florida limited liability company, as General Partner of CW Family, LLLP, a Florida limited liability limited partnership, as Manager of Unicorp Investors II, LLC, a Florida limited liability company, Manager

Ronna M. Whittall, as Co-Manager of CW Family, LLC, a Florida limited liability company, as General Partner of CW Family, LLLP, a Florida limited liability limited partnership, as Manager of Unicorp Investors II, LLC, a Florida limited liability company, Manager

Charles Whittall, as Co-Manager of CW Family, LLC, a Florida limited liability company, as General Partner of CW Family, LLLP, a Florida limited liability limited partnership, as Manager of Unicorp Investors III, LLC, a Florida limited liability company, Manager

Ronna M. Whittall, as Co-Manager of CW Family, LLC, a Florida limited liability company, as General Partner of CW Family, LLLP, a Florida limited liability limited partnership, as Manager of Unicorp Investors III, LLC, a Florida limited liability company, Manager

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Celebration Pointe, LLC

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