

Division of Corporations

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Florida Department of State  
Division of Corporations  
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Fax Number : (850) 617-6380

From:

Account Name : WILLIAMS, PARKER, HARRISON, DIETZ & GETZEN, PLLC  
Account Number : 072720000266  
Phone : (941) 366-4800  
Fax Number : (941) 552-7141

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**MERGER OR SHARE EXCHANGE  
LAUREL ROAD DEVELOPMENT, LLC**

|                       |         |
|-----------------------|---------|
| Certificate of Status | 0       |
| Certified Copy        | 1       |
| Page Count            | 05      |
| Estimated Charge      | \$58.75 |

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TALLAHASSEE, FL

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**ARTICLES OF MERGER OF  
LAUREL ROAD PROPERTY, LLC,  
INTO  
LAUREL ROAD DEVELOPMENT, LLC**

Laurel Road Development, LLC, a Florida limited liability company ("Development"), hereby delivers to the Department of State for filing the following Articles of Merger for the merger of Laurel Road Property, LLC, a Florida limited liability company, ("Property"), with and into Development. Development shall be the surviving business entity.

43-88108

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 Development in accordance with Section 605.1023, Florida Statutes.
3. The foregoing Plan of Merger was approved by Property in accordance with Section 605.1023, Florida Statutes.
4. Development agrees to pay any members with appraisal rights the amount, to which members are entitled under Sections 605.1006 and 605.1061 through 605.1072, Florida Statutes.
5. The effective date of the merger is the date these Articles of Merger are filed with the Department of State.

[Signatures appear on following pages.]

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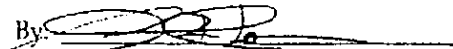
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IN WITNESS WHEREOF, these Articles of Merger have been executed and delivered this 23<sup>rd</sup> day of June 2020.


**LAUREL ROAD PROPERTY, L.L.C.**  
a Florida limited liability company

By: Vanguard Laurel Road, LLC,  
a Florida limited liability company  
As its Manager

By:   
John R. Peshkin  
As its Manager

**LAUREL ROAD DEVELOPMENT, L.L.C.**  
a Florida limited liability company

By: Vanguard Realtors, LLC,  
a Florida limited liability company  
Its Manager

By:   
John R. Peshkin  
As its Manager

STATE OF FLORIDA  
COUNTY OF SARASOTA

SECRETARY OF STATE  
TALLAHASSEE, FL

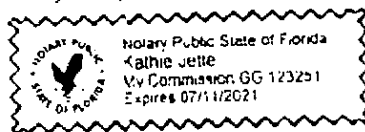
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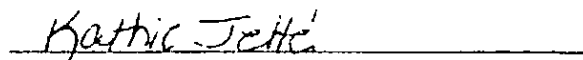
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The foregoing instrument was acknowledged before me by means of ☒ physical presence or ☐ online notarization, this 23 day of June 2020, by John R. Peshkin, as Manager of Vanguard Laurel Road, LLC, a Florida limited liability company on behalf of the company. The above-named person is personally known to me or has produced \_\_\_\_\_ as identification. If no type of identification is indicated, the above-named person is personally known to me.

  
Signature of Notary Public

(Notary Seal)



  
Print Name of Notary Public

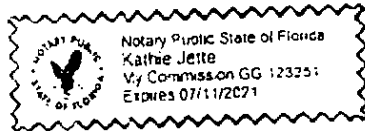
I am a Notary Public of the State of Florida,  
and my commission expires on 7-11-2021.

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STATE OF FLORIDA  
COUNTY OF SARASOTA

The foregoing instrument was acknowledged before me by means of ☒ physical presence or ☐ online notarization, this 23 day of June 2020, by John R. Peshkin, as Manager of Vanguard Realtors, LLC, a Florida limited liability company on behalf of the company. The above-named person is personally known to me or has produced \_\_\_\_\_ as identification. If no type of identification is indicated, the above-named person is personally known to me.

(Notary Seal)



Kathie Jette  
Signature of Notary Public

Kathie Jette  
Print Name of Notary Public

I am a Notary Public of the State of Florida,  
and my commission expires on 7-11-2021

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TALLAHASSEE, FL

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## EXHIBIT A

PLAN OF MERGER OF  
LAUREL ROAD PROPERTY, LLC,  
WITH AND INTO  
LAUREL ROAD DEVELOPMENT, LLC

Laurel Road Property, LLC, a Florida manager-managed limited liability company, and Laurel Road Development, LLC, a Florida manager-managed limited liability company, hereby adopt and approve the following plan as the Plan of Merger required by Section 605.1022, Florida Statutes. The terms of the Plan of Merger are as follows:

1. The names of the business entities planning to merge are Laurel Road Property, LLC, a Florida manager-managed limited liability company ("Property"), and Laurel Road Development, LLC, a Florida manager-managed limited liability company ("Development"). As a result of the merger, Property shall be merged with and into Development. Development shall be the surviving business entity.

2. The merger shall be effective on the date the Articles of Merger are filed with the Department of State (the "Effective Date").

3. As a result of the merger, the sole membership interest in Property shall be cancelled. No change shall occur in the membership interests of Development.

4. The name and address of the Manager for Property is Vanguard Laurel Road, LLC, 7350 Point of Rocks Road, Sarasota, Florida 34242.

5. The name and address of the Manager for Development is Vanguard Realtors, LLC, 7350 Point of Rocks Road, Sarasota, Florida 34242.

6. This Plan of Merger shall be submitted to the Member and Manager of Property for approval. This plan shall be submitted to the Members and Manager of Development for approval.

7. The Members of Development having a membership interest in Development immediately prior to the Effective Date will hold the same membership interest, with identical designations, preferences, limitations, and relative rights, immediately after the merger.

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8. The Member and Manager of Property and the Members and Manager of Development are hereby authorized to amend this plan at any time prior to the filing of the Articles of Merger, to the extent permitted by law.

9. There are no other terms of or conditions to the merger.

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