

L200000039373

Florida Department of State  
Division of Corporations  
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MERGER OR SHARE EXCHANGE  
RIVERWALK, LLC

Certificate of Status	1
Certified Copy	0
Page Count	05
Estimated Charge	\$86.25

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FEB 18 2020

2020 FEB 17 PM 3:35

**STATE OF FLORIDA  
CERTIFICATE OF MERGER  
For  
FLORIDA PARTNERSHIP**

The following Certificate of Merger is being submitted in accordance with Sections 605.1025 and 620.2108, Florida Statutes.

FIRST: The exact name, street address of its principal office, jurisdiction, and entity type for each merging party are as follows:

<u>Name and Street Address</u>	<u>Jurisdiction</u>	<u>Entity Type</u>
RIVER WALK MOBILE HOME PARK, LTD. 401 S. Albany Ave. Tampa, Florida 33606	Florida	Limited Partnership
Document Number: A14887		

SECOND: The exact name, street address of its principal office, jurisdiction, and entity type of the surviving party are as follows:

<u>Name and Street Address</u>	<u>Jurisdiction</u>	<u>Entity Type</u>
RIVERWALK, LLC 401 S. Albany Ave. Tampa, Florida 33606	Florida	Limited Liability Company
Document Number: L20000039373		

THIRD: The merger shall become effective as of the date the Certificate of Merger is filed with Florida Department of State

FOURTH: The merger was approved by each domestic merging entity that is a limited liability company in accordance with ss.605.1021-605.1026, F.S.; by the domestic merging entity in accordance with ss.620.2101-620.2109F.S.; 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) F.S.

**Prepared by:**  
Nicholas J. Grimaudo, Esquire  
Johnson, Pope, Bokor, Ruppel & Burns, LLP  
911 Chestnut Street  
Clearwater, Florida 33756  
(727) 461-1818  
Bar No. 71893

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2020 FEB 17  
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TALLAHASSEE  
F.S.

FIFTH: This entity exists before the merger and is a domestic filing entity, the amendment, if any to its public organic record is attached.

SIXTH: This entity agrees to pay any members with appraisal rights the amount, to which members are entitled under ss.605.1006 and ss.605.1061-605.1072, F.S.

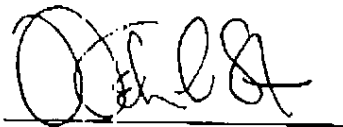
Signature(s) For Each Party:

Name of Entity

Signature(s)

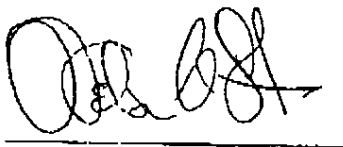
Typed Name of Individual

RIVER WALK MOBILE  
HOME PARK, LTD.

A handwritten signature in black ink, appearing to be 'Nelson C. Steiner', written over a horizontal line.

Nelson C. Steiner, General Partner

RIVERWALK, LLC

A handwritten signature in black ink, appearing to be 'Nelson C. Steiner', written over a horizontal line.

Nelson C. Steiner, Manager

### **PLAN OF MERGER**

The following plan of merger, which was adopted and approved by each party to the merger in accordance with Sections 605.1023 and 620.2108, Florida Statutes, is being submitted in accordance with Sections 605.1022 and 620.2108, Florida Statutes.

**FIRST:** The exact name and jurisdiction of each *merging* party is as follows:

<u>Name</u>	<u>Jurisdiction</u>
RIVER WALK MOBILE HOME PARK, LTD	Florida

**SECOND:** The exact name and jurisdiction of the *surviving* party is as follows:

<u>Name</u>	<u>Jurisdiction</u>
RIVERWALK, LLC	Florida

**THIRD:** The terms and conditions of the merger are as follows:

The merging party shall merge with and into the surviving party. The separate existence of the merging party shall cease. All properties, franchises and rights belonging to the merging party, by virtue of the merger and without further act or deed, shall be deemed to be vested in the surviving party, which shall thenceforth be responsible for all the liabilities and obligations of such corporation.

**FOURTH:** The manner and basis of converting the interests, shares, obligations or other securities of each merged party into the interests, shares, obligations or other securities of the survivor, in whole or in part, into cash or other property are as follows:

The *merging* party shall transfer all of its assets and liabilities to the *surviving* party in exchange for ownership interest in the *surviving* party. Immediately thereafter the merging party shall distribute its interests in the *surviving* party to its partners in the form of a liquidation. Each partner owning an interest in the *merging* party shall exchange his, her or its membership interest in such *merging* party for an equal percentage of ownership interest in the *surviving* party. No cash or other property shall be exchanged in such merger, except as provided in the prior sentence.

**FIFTH:** The Effective Date of this Plan of Merger shall be the date of filing.

The undersigned entities have executed this Plan of Merger as of February 11, 2020.

RIVER WALK MOBILE HOME PARK, LTD.,  
a Florida limited partnership

By: 

Nelson C. Steiner, General Partner

RIVERWALK, LLC, a Florida limited liability  
company

By: 

Nelson C. Steiner, Manager

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