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MERGER OR SHARE EXCHANGE

TRUMP INTERNATIONAL GOLF CLUB, L.C.

mtm  
10/22

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\$ 85.00

ARTICLES OF MERGER
OF
THE DONALD J. TRUMP GOLF CLUB L.C.
AND
TRUMP INTERNATIONAL GOLF CLUB, L.C.

The following Articles of Merger are being submitted in accordance with Section 608.4382 of the Florida Statutes.

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

Table with 3 columns: Name and Street Address, Jurisdiction, Entity Type. Row A: The Donald J. Trump Golf Club L.C., Florida, Limited Liability Company. Row B: Trump International Golf Club, L.C., Florida, Limited Liability Company.

Vertical stamp: SEARCHED, INDEXED, OCT 28 1999, FILED

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

Table with 3 columns: Name and Street Address, Jurisdiction, Entity Type. Row: Trump International Golf Club, L.C., Florida, Limited Liability Company.

THIRD: The attached Plan of Merger meets the requirements of Section 608.438 of the Florida Statutes and was approved by each limited liability company that is a party to the merger in accordance with Chapter 608 of the Florida Statutes.

**FOURTH:** The merger is permitted under the respective laws of all applicable jurisdictions and is not prohibited by the articles of organization of either limited liability company that is a party to the merger.

**FIFTH:** The merger shall become effective as of October 22, 1999.

**SIXTH:** The Articles of Merger comply and were executed in accordance with the laws of each party's applicable jurisdiction.


Executed as of October 22, 1999.

THE DONALD J. TRUMP GOLF CLUB L.C.

By:   
Donald J. Trump, Managing Member

10/22/99 11:21 AM  
FAX 561 655 5677

TRUMP INTERNATIONAL GOLF CLUB, L.C.

By:   
Donald J. Trump, Managing Member

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### PLAN OF MERGER

The following Plan of Merger, which was adopted and approved by each party to the merger in accordance with Section 608.4381 of the Florida Statutes is being submitted in accordance with Section 608.438 of the Florida Statutes.

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

| <u>Name and Street Address</u>   | <u>Jurisdiction</u> | <u>Entity Type</u>        |
|--|---------------------|---------------------------|
| A. The Donald J. Trump Golf Club L.C.<br>Mar-A-Lago<br>1100 South Ocean Boulevard<br>Palm Beach, Florida 33480 | Florida             | Limited Liability Company |

Florida Document/Registration Number: L96000001303 FEI Number: 65-0712875

|   |         |                           |
|---|---------|---------------------------|
| B. Trump International Golf Club, L.C.<br>Mar-A-Lago<br>1100 South Ocean Boulevard<br>Palm Beach, Florida 33480 | Florida | Limited Liability Company |
|---|---------|---------------------------|

Florida Document/Registration Number: L97000000480 FEI Number: 65-0750446

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

| <u>Name and Street Address</u>   | <u>Jurisdiction</u> | <u>Entity Type</u>        |
|--|---------------------|---------------------------|
| Trump International Golf Club, L.C.<br>Mar-A-Lago<br>1100 South Ocean Boulevard<br>Palm Beach, Florida 33480 | Florida             | Limited Liability Company |

Florida Document/Registration Number: L97000000480 FEI Number: 65-0750446

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

- A. Assumption of Assets. All property, rights, privileges, powers, trademarks, licenses, registrations and other assets of every kind and description of The Donald J. Trump Golf Club L.C. shall be transferred to and vested in Trump International Golf Club, L.C. without further act or deed and all property of The Donald J. Trump Golf Club L.C. shall be the property of Trump International Golf Club, L.C.
- B. Assumption of Obligations. All obligations of The Donald J. Trump Golf Club L.C. shall become obligations of Trump International Golf Club, L.C.

**FOURTH:**

- A. The manner and basis of converting the securities of each merged party into the securities of the survivor, in whole or in part, into cash or other property are as follows:

Securities of The Donald J. Trump Golf Club L.C. immediately prior to the effective time and date of the merger shall not be converted in any manner, but each said share which is issued immediately prior to the effective time and date of the merger shall be surrendered and extinguished. There shall be no changes to the securities of Trump International Golf Club, L.C.

- B. The manner and basis of converting rights to acquire securities of each merged party into rights to acquire securities of the surviving entity, in whole or in part, into cash or other property are as follows:

Upon the effective time and date of the merger, all rights in respect of securities of The Donald J. Trump Golf Club L.C. shall be canceled. There shall be no change in the rights to acquire securities of Trump International Golf Club, L.C.

**FIFTH:** A limited liability company is the surviving entity and it is to be managed by one managing member. The name and address of the manager is as follows:

Donald J. Trump  
 Mar-A-Lago  
 1100 South Ocean Boulevard  
 Palm Beach, Florida 33480

L97000000480

ARTICLES OF MERGER  
Merger Sheet

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MERGING:

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THE DONALD J. TRUMP GOLF CLUB L.C. A FLORIDA LIMITED LIABILITY  
COMPANY

INTO

**TRUMP INTERNATIONAL GOLF CLUB, L.C.**, a Florida entity, L97000000480

File date: October 22, 1999

Corporate Specialist: Michael Mays

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