

L980000001776

(Requestor's Name)

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(Business Entity Name)

(Document Number)

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B. KOHR

AUG 8 2011

EXAMINER



700210265247

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FLORIDA DEPARTMENT OF STATE
Division of Corporations

August 5, 2011

STEPHANIE MILNES
CSC
TALLAHASSEE, FL

SUBJECT: JHB FLORIDA PROPERTIES, LLC
Ref. Number: L98000001776

RESUBMIT

Please give original
submission date as file date.

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We have received your document for JHB FLORIDA PROPERTIES, LLC and your check(s) totaling \$50.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The Certificate of Merger does not indicate an EFFECTIVE DATE for the merger, but in Item 3-B in the Plan of Merger, it is stated that the merger will become effective on August 1, 2011.

Please call BUCK KOHR at 245-6914 regarding this matter.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6914.

Buck Kohr
Regulatory Specialist II

Letter Number: 211A00018455

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CORPORATION SERVICE COMPANY

ACCOUNT NO. : I20000000195
REFERENCE : 870863 7662715
AUTHORIZATION : *Lyndee Cleman*
COST LIMIT : \$ CHECK PROVIDED

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
11 AUG -5 AM 10:19

ORDER DATE : August 5, 2011

ORDER TIME : 9:52 AM

ORDER NO. : 870863-005

CUSTOMER NO: 7662715

RESUBMIT

Please give original
submission date as file date.

ARTICLES OF MERGER

ISLAND SHORES DEVELOPMENT, LLC

INTO

JHB FLORIDA PROPERTIES, LLC

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

____ CERTIFIED COPY
XX PLAIN STAMPED COPY

CONTACT PERSON: Stephanie Milnes

EXAMINER'S INITIALS: _____

**Certificate of Merger
For
Florida Limited Liability Company**

FILED
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DIVISION OF CORPORATIONS
11 AUG -5 AM 10:19

The following Certificate of Merger is submitted to merge the following Florida Limited Liability Company(ies) in accordance with s. 608.4382, Florida Statutes.

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

L03000032550

<u>Name</u>	<u>Jurisdiction</u>	<u>Form/Entity Type</u>
Island Shores Development, LLC	Florida	LLC
JHB Florida Properties, LLC	Florida	LLC

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

<u>Name</u>	<u>Jurisdiction</u>	<u>Form/Entity Type</u>
JHB Florida Properties, LLC	FL	LLC

THIRD: The attached plan of merger was approved by each domestic corporation, limited liability company, partnership and/or limited partnership that is a party to the merger in accordance with the applicable provisions of Chapters 607, 608, 617, and/or 620, Florida Statutes.

FOURTH: The attached plan of merger was approved by each other business entity that is a party to the merger in accordance with the applicable laws of the state, country or jurisdiction under which such other business entity is formed, organized or incorporated.

FIFTH: If other than the date of filing, the effective date of the merger, which cannot be prior to nor more than 90 days after the date this document is filed by the Florida Department of State:

August 5, 2011

SIXTH: If the surviving party is not formed, organized or incorporated under the laws of Florida, the survivor's principal office address in its home state, country or jurisdiction is as follows:

SEVENTH: If the survivor is not formed, organized or incorporated under the laws of Florida, the survivor agrees to pay to any members with appraisal rights the amount, to which such members are entitled under ss.608.4351-608.43595, F.S.

EIGHTH: If the surviving party is an out-of-state entity not qualified to transact business in this state, the surviving entity:

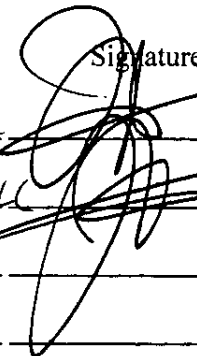
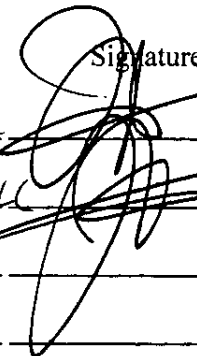
a.) Lists the following street and mailing address of an office, which the Florida Department of State may use for the purposes of s. 48.181, F.S., are as follows:

Street address: _____

Mailing address: _____

b.) Appoints the Florida Secretary of State as its agent for service of process in a proceeding to enforce obligations of each limited liability company that merged into such entity, including any appraisal rights of its members under ss.608.4351-608.43595, Florida Statutes.

NINTH: Signature(s) for Each Party:

Name of Entity/Organization:	Signature(s):	Typed or Printed Name of Individual:
JHB Florida Properties, LLC		Limited Liability Company
Island Shores Development LLC		Limited Liability Company
_____	_____	_____
_____	_____	_____

Corporations:	Chairman, Vice Chairman, President or Officer (If no directors selected, signature of incorporator.)
General partnerships:	Signature of a general partner or authorized person
Florida Limited Partnerships:	Signatures of all general partners
Non-Florida Limited Partnerships:	Signature of a general partner
Limited Liability Companies:	Signature of a member or authorized representative

<u>Fees:</u> For each Limited Liability Company:	\$25.00
For each Corporation:	\$35.00
For each Limited Partnership:	\$52.50
For each General Partnership:	\$25.00
For each Other Business Entity:	\$25.00

<u>Certified Copy (optional):</u>	\$30.00
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PLAN OF MERGER
OF
ISLAND SHORES DEVELOPMENT, LLC
(A Florida Limited Liability Company)

INTO

JHB FLORIDA PROPERTIES, LLC
(A Florida Limited Liability Company)

The following plan of merger, which was adopted and approved by each party to the merger in accordance with section 620.202, is being submitted in accordance with sections 620.201, Florida Statutes and are hereby certified by the undersigned entities as follows:

1. The exact name and jurisdiction of each merging party are as follows:

A. Island Shores Development, LLC
215 N. Federal Highway
Boca Raton, Florida 33432
Jurisdiction: State of Florida

B. JHB Florida Properties, LLC
215 N. Federal Highway
Boca Raton, Florida 33432
Jurisdiction: State of Florida

2. The exact name and jurisdiction of the surviving entity is as follows:

JHB Florida Properties, LLC
215 N. Federal Highway
Boca Raton, Florida 33432
Jurisdiction: State of Florida

3. The terms and conditions of the merger are as follows:

- A. The name of the surviving entity shall be: JHB Florida Properties, LLC, which will continue its existence as said surviving entity under its present name upon the effective date of said merger.
- B. The merger shall become effective as of August 5, 2011.
- C. Island Shores Development, LLC shall be dissolved upon the completion of this merger.
- D. The Articles of Organization of JHB Florida Properties, LLC shall continue to be the Articles of Organization of the surviving entity until amended or changed pursuant to the provisions of Chapter 608, Florida Statutes.

- E. The Operating Agreement for the surviving entity remains in full force and effect without change until amended and changed.
- F. All ownership interest in any and all assets of each Island Shores Development, LLC shall be vested in JHB Florida Properties, LLC upon merging of the entities.

4. The name and address of the surviving Limited Liability Company's Managing Member is as follows:


A. JHB Florida Properties, LLC
James H. Batmasian, Managing Member
215 N. Federal Highway
Boca Raton, Florida 33432

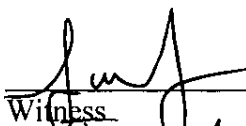
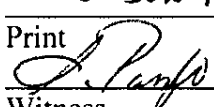
5. All entities have been duly organized under the laws of the State of Florida.

IN WITNESS WHEREOF, the undersigned entities have executed this Plan of Merger as of this 4 day of August, 2011

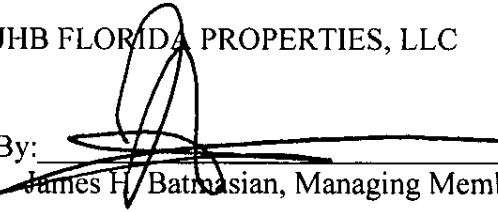
Merging Entities:

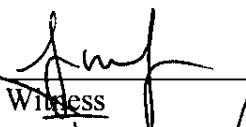
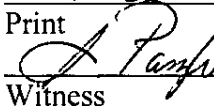
ISLAND SHORES DEVELOPMENT, LLC

By: 
James H. Batmasian, Managing Member


Witness
Jason M. Lutz
Print

Witness
S. PASZKO
Print

JHB FLORIDA PROPERTIES, LLC

By: 
James H. Batmasian, Managing Member


Witness
Jason Lutz
Print

Witness
S. PASZKO
Print