

L98000003444



THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 280923 8690A

AUTHORIZATION : *Patricia Pigato*

COST LIMIT : \$ ~~78.75~~ 140.00

ORDER DATE : June 21, 1999

ORDER TIME : 11:17 AM

ORDER NO. : 280923-005

CUSTOMER NO: 8690A

CUSTOMER: Gary Korn, Esq
Bedzow Korn Brown Wolfe &
Suite 200
20803 Biscayne Boulevard
Aventura, FL 33180

300002911393--0

ARTICLES OF MERGER

LAKESHORE CLUB DEVELOPMENT,
INC.

INTO

LAKESHORE CLUB DEVELOPMENT LC

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TALLAHASSEE, FLORIDA

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CONTACT PERSON: Jeanine Reynolds

EXAMINER'S INITIALS:

Verifier CC

Admno. Agreement DCC

W. P. Verifier DCC

ARTICLES OF MERGER
Merger Sheet

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MERGING:

LAKESHORE CLUB DEVELOPMENT, INC., A FLORIDA CORPORATION,
P98000070624

,

INTO

LAKESHORE CLUB DEVELOPMENT L.C., a Florida entity, L98000003444

File date: June 21, 1999

Corporate Specialist: Diane Cushing

Account number: 072100000032

Account charged: 140.00

ARTICLES OF MERGER

The following Articles of Merger are being submitted in accordance with the provisions contained within Section 607.1109, Florida Statutes and in accordance with the provisions contained within Section 608.4382, 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>
1.	Lakeshore Club Development, Inc. 307 South 21st Avenue Hollywood, Florida 33020	State of Florida	Corporation P98000070624
2.	Lakeshore Club Development L.C. 307 South 21 st Avenue Hollywood, Florida 33020	State of Florida	Limited Liability Company L98000003444

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

	<u>NAME AND STREET ADDRESS</u>	<u>JURISDICTION</u>	<u>ENTITY TYPE</u>
1.	Lakeshore Club Development L.C. 307 South 21 st Avenue Hollywood, Florida 33020	State of Florida	Limited Liability Company

THIRD: The attached Plan of Merger complies with the requirements contained within Section 607.1108, Florida Statutes and contained within Section 608.438, Florida Statutes and was approved by each domestic corporation and limited liability company that is a party to the merger in accordance with the provisions contained within Chapter 607 and within Chapter 608, Florida Statutes. This merger is permitted under the laws of the State of Florida and is not prohibited by the agreement of the Articles of Organization of the limited liability company which is a party to this merger.

FOURTH: The merger shall become effective as of the date these Articles of Merger are filed with the Florida Department of State.

LAKESHORE CLUB DEVELOPMENT, INC., a
Florida corporation

By: 
HARVEY BIRDMAN, Vice-President

LAKESHORE CLUB DEVELOPMENT L.C., a
Florida limited liability company

By: 
HARVEY BIRDMAN, Managing Member

PLAN OF MERGER

The following Plan of Merger, which was adopted and approved by each party to the merger in accordance with the provisions contained within Section 607.1107, Florida Statutes and in accordance with the provisions contained within Section 617.1103, Florida Statutes, is being submitted in accordance with the provisions contained within Section 607.1108, Florida Statutes and in accordance with the provisions contained within Section 608.438, Florida Statutes:

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

<u>NAME OF ENTITY</u>	<u>JURISDICTION</u>
1. Lakeshore Club Development, Inc., a Florida corporation	State of Florida
2. Lakeshore Club Development L.C., a Florida limited liability company	State of Florida

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

<u>NAME OF ENTITY</u>	<u>JURISDICTION</u>
1. Lakeshore Club Development L.C., a Florida limited liability company	State of Florida

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

Lakeshore Club Development, Inc., a Florida corporation and Lakeshore Club Development L.C., a Florida limited liability company are to be merged into a single entity, with the merged entity being Lakeshore Club Development L.C., a Florida limited liability company. All of the Shareholders within Lakeshore Club Development, Inc., a Florida corporation shall become members of Lakeshore Club Development L.C., a Florida limited liability company, with each Shareholder within Lakeshore Club Development, Inc., a Florida corporation owning the same percentage of shares within Lakeshore Club Development L.C., a Florida limited liability company, as the Shareholders held within Lakeshore Club Development, Inc., a Florida corporation.

FOURTH: The name and address of the Manager of the surviving entity is as follows:

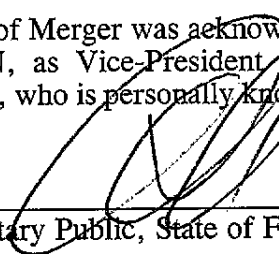
<u>NAME</u>	<u>ADDRESS</u>
HARVEY BIRDMAN	307 South 21 st Avenue Hollywood, Florida 33020

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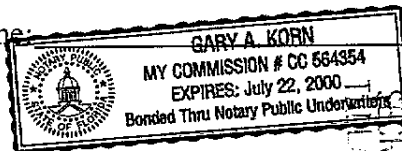
STATE OF FLORIDA)
) SS:
COUNTY OF MIAMI-DADE)

The execution of the foregoing Articles of Merger was acknowledged before me this 16th day of June, 1999 by HARVEY BIRDMAN, as Vice-President of LAKESHORE CLUB DEVELOPMENT, INC., a Florida corporation, who is personally known to me and who did not take an oath.

My Commission Expires:


Notary Public, State of Florida

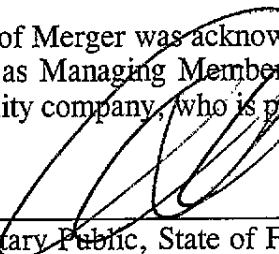
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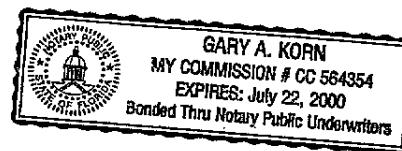
STATE OF FLORIDA)
) SS:
COUNTY OF MIAMI-DADE)

The execution of the foregoing Articles of Merger was acknowledged before me this 16th day of June, 1999 by HARVEY BIRDMAN, as Managing Member of LAKESHORE CLUB DEVELOPMENT L.C., a Florida limited liability company, who is personally known to me and who did not take an oath.

My Commission Expires:


Notary Public, State of Florida

Print Name:



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