

Division of Corporations

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Account Name : RUDEN, MCCLOSKEY, SMITH, SCHUSTER & RUSSELL, P.A.
Account Number : 076077000521
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Fax Number : (954) 764-4996

Please note: A merger was filed earlier today, Westview Land Corporation into Westview Merger Sub, Inc., such merger must be filed prior to filing this merger. Thank you!

MERGER OR SHARE EXCHANGE**WESTVIEW COUNTRY CLUB, INC.**

Certificate of Status	0
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TALLAHASSEE, FLORIDA
SECRETARY OF STATE

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ARTICLES OF MERGER
Merger Sheet

MERGING:

WESTVIEW COUNTRY CLUB MERGER SUB, INC., a Florida corporation,
document number N00000002843

INTO

WESTVIEW COUNTRY CLUB, INC., a Florida entity, N00000002967

File date: May 5, 2000

Corporate Specialist: Karen Gibson

FA#: H00-25234

**ARTICLES OF MERGER
OF
WESTVIEW COUNTRY CLUB MERGER SUB, INC.
(a Florida Not For Profit corporation)
INTO
WESTVIEW COUNTRY CLUB, INC.
(a Florida Not For Profit corporation)**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The following Articles of Merger are submitted in accordance with the Florida Not For Profit Corporation Act pursuant to Section 617.1105, Florida Statutes.

FIRST: The name and jurisdiction of the surviving corporation is Westview County Club, Inc., a Florida not for profit corporation (the "Surviving Corporation").

SECOND: The name and jurisdiction of the merging corporation is Westview Country Club Merger Sub, Inc., a Florida not for profit corporation (the "Terminating Corporation").

THIRD: The Plan of Merger is attached hereto.

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

FIFTH: The Plan of Merger was adopted by written consent of the board of directors of the Surviving Corporation on MARCH 28, 2000. The members of the Surviving Corporation are not entitled to vote on the merger.

The Plan of Merger was adopted by written consent of the board of directors and the sole member of the Terminating Corporation on April 27, 2000.

IN WITNESS WHEREOF, the undersigned have executed these Articles of Merger as of the 27th day of April, 2000.

WESTVIEW COUNTRY CLUB MERGER
SUB, INC.

By: [Signature]
Name: James D. Tate
Title: President

WESTVIEW COUNTRY CLUB, INC.

By: [Signature]
Name: James D. Tate
Title: President

FA#: H00-25234

FA#: H00-25234

PLAN OF MERGER

The following Plan of Merger is submitted in compliance with Section 617.1101, Florida Statutes.

1. The name and jurisdiction of the surviving corporation is Westview Country Club, Inc., a Florida not for profit corporation (the "Surviving Corporation").
2. The name and jurisdiction of the merging corporation is Westview Country Club Merger Sub, Inc., a Florida not for profit corporation (the "Terminating Corporation").
3. The terms and conditions of the merger are as follows:

The Articles of Incorporation of the Surviving Corporation, when the merger becomes effective, shall be the Articles of Incorporation of the Surviving Corporation.

The Bylaws of the Surviving Corporation will be the Bylaws of the Surviving Corporation and will continue in full force and effect until changed, altered, or amended as therein provided and in the manner prescribed by the provisions of the Florida Not For Profit Corporation Act.

The directors and officers in office of the Surviving Corporation when the merger becomes effective shall be the directors and officers of the Surviving Corporation, all of whom shall hold their directorships and offices until the election and qualification of their respective successors or until their tenure is otherwise terminated in accordance with the Bylaws of the Surviving Corporation.

When the merger becomes effective the membership interest in the Terminating Corporation shall be automatically cancelled and retired and shall cease to exist. The membership interests in the Surviving Corporation shall remain unaffected by the merger.

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