

N00000004203

Document Number Only

CT Corporation System
660 East Jefferson Street
Tallahassee, FL 32301
850-222-1092

DATE: 8/7/04

300003378223--3
-08/31/00--01002--025
****113.75 ****113.75

Corporation(s) Name

300003378223--3
-08/31/00--01042--005
****17.50 ****17.50

JEFFERSON COMMONS - ORLANDO LIMITED PARTNERSHIP

Merging INTO: CAPPA CAPITAL CORP. 2000A

☐ Profit ☒ Nonprofit ☐ Amendment

☒ Merger

Name	Availability	<input type="checkbox"/> Foreign	<input type="checkbox"/> Dissolution	<input type="checkbox"/> Mark
Document Examiner	LLC	<input type="checkbox"/> Withdrawal		
Updater	<input type="checkbox"/> Limited Partnership	<input type="checkbox"/> UBR	<input type="checkbox"/> Other	
Updater	<input type="checkbox"/> Reinstatement	<input type="checkbox"/> Fictitious Name	<input type="checkbox"/> Ch. RA	
Verifier	<input type="checkbox"/> UCC <input type="checkbox"/> 1 or <input type="checkbox"/> 3	<input type="checkbox"/> FILING	<input type="checkbox"/> COPY	
Acknowledgement		<input type="checkbox"/> AGENT	<input type="checkbox"/> TOTAL	
A. P. Verifier		<input type="checkbox"/> BALANCE DUE \$	<input type="checkbox"/> CUS	

***Special Instructions**

(5) ☒ Certified Copy
☐ Parts/amends/mergers ☐ Other-See Above

☒ (XXX) Walk in ☒ (XXX) Pick-up ☐ () Will Wait

Please Return Filed Stamped
Copies To:

FF 87.50
CC 43.75
Jeffrey Butterfield

Thank You!

131.25

* ATTN: BRENDA
TADLOCK

Meat
(No meat)

URGENT

ARTICLES OF MERGER
Merger Sheet

MERGING:

JEFFERSON COMMONS - ORLANDO LIMITED PARTNERSHIP
(B98000000482)

INTO

CAPFA CAPITAL CORP. 2000A, a Florida entity, N00000004203

File date: August 30, 2000

Corporate Specialist: Brenda Tadlock

ARTICLES OF MERGER

The following Articles of Merger are being submitted in accordance with Section 607.1109, 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. Jefferson Commons - Orlando Limited Partnership 600 East Las Colinas Boulevard, Suite 1800 Irving, Texas 75039 B98000000482 Florida Document/Registration Number: _____	Delaware FEI Number: 752771601	Limited Partnership

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

<u>Name and Street Address</u>	<u>Jurisdiction</u>	<u>Entity Type</u>
1. CAPFA Capital Corp. 2000A City Hall 99 Riverside Drive Moore Haven, Florida 33471 N000000004203 Florida Document/Registration Number: _____	Florida FEI Number: _____	Not for Profit Corporation

THIRD: The attached Plan of Merger meets the requirements of Section 607.1108 and 617.1103, Florida Statutes, and was approved by each domestic corporation that is a party to the merger in accordance with Chapters 607 and 617, Florida Statutes.

FOURTH: The attached Plan of Merger was approved by the other business entity(ies) that is/are party(ies) to the merger in accordance with the respective laws of all applicable jurisdictions.

FIFTH: The merger is permitted under the respective laws of all applicable jurisdictions and is not prohibited by the agreement of any partnership or limited partnership or the regulations or articles of organization of any limited liability company that is a party to the merger.

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

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

EIGHTH: SIGNATURES FOR EACH PARTY

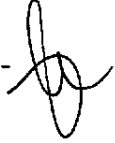
[(Note: Please see instructions for required signatures.)]

Name of Entity

Signature(s)

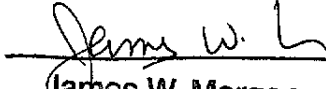
**Typed or Printed Name of
Individual**

Jefferson Commons -
Orlando Limited
Partnership



BY: Apartment Community Realty LLC

By:



James W. Morgan, Jr.
Assistant Vice President

EIGHTH: SIGNATURES FOR EACH PARTY

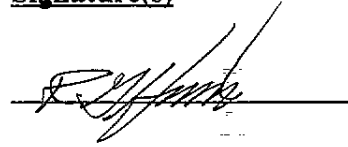
[(Note: Please see instructions for required signatures.)]

Name of Entity

Signature(s)

**Typed or Printed Name of
Individual**

CAPFA Capital Corp.
2000A

A handwritten signature in dark ink, appearing to read "R. G. Harris", is written over a horizontal line.

R. G. Harris
President

PLAN OF MERGER

The following plan of merger, which was adopted and approved by each party to the merger in accordance with Section 17-211 of the Delaware Revised Limited Partnership Act and Sections 607.1107 and 617.1103, Florida Statutes is being submitted in accordance with Section 17-211 of the Delaware Revised Limited Partnership Act and Section 607.1108, Florida Statutes.

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

<u>Name</u>	<u>Jurisdiction</u>
Jefferson Commons - Orlando Limited Partnership, a limited partnership	Delaware
CAPFA Capital Corp. 2000A, a not for profit corporation organized and existing under the laws of the State of Florida and an instrumentality of Capital Projects Finance Authority, a public body corporate of the State of Florida	Florida

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 AUG 30 AM 9:04

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

<u>Name</u>	<u>Jurisdiction</u>
CAPFA Capital Corp. 2000A, a not for profit corporation organized and existing under the laws of the State of Florida and an instrumentality of Capital Projects Finance Authority, a public body corporate of the State of Florida	Florida

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

The partnership interests in Jefferson Commons - Orlando Limited Partnership are owned entirely by CAPFA Capital Corp. 2000A, the surviving party. Membership in the surviving entity is and will continue to be vested solely in the Board of Directors of Capital Projects Finance Authority, a public body corporate of the State of Florida, which is the sole member of CAPFA Capital Corp. 2000A.

FOURTH:

- A. 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 partnership interests of CAPFA Capital Corp. 2000A in Jefferson Commons - Orlando Limited Partnership will upon the merger of this partnership into CAPFA Capital Corp. 2000A, be extinguished and the assets of this partnership will be liquidated into CAPFA Capital Corp. 2000A.

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

Not applicable. There are no outstanding rights to acquire interests, shares, obligations or other securities of any merging party.

FIFTH: If a partnership or limited partnership is the surviving entity, the name(s) and address(es) of the general partner(s) are as follows:

Not applicable. The surviving entity is a not for profit corporation organized and existing under the laws of the State of Florida.

<u>Name(s) and Address(es) of General Partner(s)</u>	If General Partner is a Non-Individual, <u>Florida Document/Registration Number</u>
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SIXTH: If a limited liability company is the surviving entity and it is to be managed by one or more managers, the name(s) and address(es) of the manager(s) are as follows:

Not applicable. The surviving entity is a not for profit corporation organized and existing under the laws of the State of Florida.

SEVENTH: All statements that are required by the laws of the jurisdiction(s) under which each Non-Florida business entity that is a party to the merger is formed, organized, or incorporated are as follows:

A Certificate of Merger is required under the laws of the State of Delaware to be filed with the Delaware Secretary of State.

EIGHTH: Other provisions, if any, relating to the merger:

None.