N01000001328

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04/22/25--01029--009 **105.00

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(Address)

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R.L.
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FLORIDA DEPARTMENT OF STATE
Division of Corporations

June 19, 2025

JEAN M. MORNINGSTAR
PARALEGAL,GOEDE,DEBOEST, & CROSS, PLLC
2030 MCGREGOR BLVD
FORT MYERS, FL 33901

SUBJECT: OAKWOOD AT GRANDEZZA NEIGHBORHOOD ASSOCIATION, INC.
Ref. Number: N01000001328

We have received your document for OAKWOOD AT GRANDEZZA NEIGHBORHOOD ASSOCIATION, INC. and your check(s) totaling $105.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

As a condition of a merger, pursuant to s.605.0212(8) and/or s.607.1622 (8), Florida Statutes, each party to the merger must be active and current in filing its annual reports with the Department of State through December 31 of the calendar year in which the articles of merger are submitted for filing.

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) 245-6050.

Rebekah Lefeavers
Supervisor

Letter Number: 025A00013274

RECEIVED
JUL 14 2025
By ____________

GOEDE / DeBOEST / CROSS

ATTORNEYS AND PROFESSIONAL COUNSEL

INFO@GADCLAW.COM / WWW.GADCLAW.COM

Reply to:
Jean M. Morningstar,
Paralegal
Goede, DeBoest & Cross, PLLC
2030 McGregor Blvd.
Fort Myers, FL 33901
Phone (239) 333-3922
Email: jmorningstar@gadclaw.com

July 7, 2025

Department of State
Division of Corporations
Corporate Filings
Post Office Box 6327
Tallahassee, FL 32314

Re: RESUBMITTAL
Articles of Merger for: Oakwood I at Grande Oak Condominium Association and
Oakwood II at Grandezza Condominium Association, Inc. into
Oakwood at Grandezza Neighborhood Association, Inc

Dear Sir/Madam:

Pursuant to your letter dated June 19, 2025, enclosed are a copies of the 2025 annual reports that have been filed for both Oakwood I at Grande Oak Condominium Association, Inc., and Oakwood II at Grandezza Condominium Association, Inc. along with a copy of your transmittal letter and the original documents for the corporate merger.

Please return the letter of acknowledgement to our office in the envelope provided.

If you have any questions or need additional information, please do not hesitate to contact me.

Very truly,
GOEDE, DEBOEST & CROSS, PLLC

Jean M. Morningstar

Jean M. Morningstar
Paralegal

/jmm
Enclosures as stated

ARTICLES OF MERGER

of

OAKWOOD I AT GRANDE OAK CONDOMINIUM ASSOCIATION, INC.,
AND
OAKWOOD II AT GRANDEZZA CONDOMINIUM ASSOCIATION, INC.,

into/with

OAKWOOD AT GRANDEZZA NEIGHBORHOOD ASSOCIATION, INC.,
a Florida not-For-Profit Corporation,

ARTICLES OF MERGER between OAKWOOD I AT GRANDE OAK CONDOMINIUM ASSOCIATION, INC., and OAKWOOD II AT GRANDEZZA CONDOMINIUM ASSOCIATION, INC., ("Merging Corporations") and OAKWOOD AT GRANDEZZA NEIGHBORHOOD ASSOCIATION, INC., a Florida Not-for-Profit corporation ("Surviving Corporation").

Pursuant to s. 617.1105 of the Florida Not-for-Profit Corporation Act (the "Act") OAKWOOD AT GRANDE OAK I CONDOMINIUM ASSOCIATION, INC., and OAKWOOD AT GRANDEZZA II CONDOMINIUM ASSOCIATION, INC., and OAKWOOD AT GRANDEZZA NEIGHBORHOOD ASSOCIATION, INC., adopt the following Articles of Merger.

1. The Plan of Merger dated April 1, 2025 ("Plan of Merger") which Plan of Merger was approved and adopted by sufficient votes of the respective membership of the Merging Corporations and the Surviving Corporation, as follows:

Oakwood at Grandezza Neighborhood Association, Inc. (Surviving Corporation)

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2025 APR 22 AM 8: 43
SECRETARY OF STATE

Date of Meeting at Which Plan of
Merger was Approved: March 27, 2025

Number of Votes In Favor of Plan of Merger ___83_______

Number of Votes In Opposition to Plan of Merger ___5_________

Oakwood I at Grande Oak Condominium Association, Inc. (Merging Corporation)

Date of Meeting at Which Plan of
Merger was Approved: March 27, 2025

Number of Votes In Favor of Plan of Merger ____44______

Number of Votes In Opposition to Plan of Merger ___-0-_________

Oakwood II at Grandezza Condominium Association, Inc. (Merging Corporation)

Date of Meeting at Which Plan of
Merger was Approved: March 27 , 2025

Number of Votes In Favor of Plan of Merger _____43_____

Number of Votes In Opposition to Plan of Merger ____4________

1. The Plan of Merger is attached as Exhibit A and incorporated by reference as if fully set forth herein, including the amendments to the Articles of Incorporation of the Surviving Corporation.

3. Pursuant to s. 617.1105(4) of the Act, the date and time of the effectiveness of the Merger shall be on the filing of these Articles of Merger with the Secretary of State of Florida.

IN WITNESS WHEREOF, the parties have set their hands this 3rd day of April, 2025.

OAKWOOD I AT GRANDE OAK
CONDOMINIUM ASSOCIATION, INC. (SEAL)

By: Richard W. Gre

Richard Green , President

OAKWOOD II AT GRANDEZZA
CONDOMINIUM ASSOCIATION, INC. (SEAL)

By: ______________________

Steven Anderson , President

OAKWOOD AT GRANDEZZA NEIGHBORHOOD SOCIATION, INC. (SEAL)

By: Sandra M. Renner

Sandra Renner , President

CHERYL MCFARLAND
Notary Public - State of Florida
Commission # HH 305250
My Comm. Expires Oct 21, 2026
Bonded through National Notary Assn.

Cheryl McFarland

PLAN OF MERGER
FOR
OAKWOOD I AT GRANDE OAK CONDOMINIUM ASSOCIATION, INC.
OAKWOOD II AT GRANDEZZA CONDOMINIUM ASSOCIATION, INC.
AND
OAKWOOD AT GRANDEZZA NEIGHBORHOOD ASSOCIATION, INC.

April 1, 2025

Merger between Oakwood I at Grande Oak Condominium Association, Inc., and Oakwood II at Grandezza Condominium Association, Inc., which shall each be known as the "Merging Corp." and Oakwood at Grandezza Neighborhood Association, Inc., which shall be known as the "Surviving Corp.", (collectively the "Constituent Corporations"). This Merger is being effected pursuant to this Plan of Merger ("Plan") in accordance with Section 617.1101 et seq. of the Florida Not-for-Profit Corporation Act (the "Act").

1. <u>Articles of Incorporation</u>. The Articles of Incorporation of Surviving Corp., as in effect immediately before the Effective Date, with the following changes, shall be the Articles of Incorporation of the Surviving Corp. until further amended as provided by law. The changes to Surviving Corp.'s Articles of Incorporation, which shall take effect on the Effective Date are as follows:

SEE EXHIBIT "A" ATTACHED

2. <u>Effect of Merger</u>. On the Effective Date, the separate existence of Merging Corp. shall cease, and shall be fully vested in Surviving Corp.'s rights, privileges, immunities, powers, and franchises, subject to its restrictions, liabilities, disabilities, and duties, all as more particularly set forth in Section 617.1106 of the Act.

3. <u>Supplemental Action</u>. If at any time after the Effective Date Surviving Corp. shall determine that any further conveyances, agreements, documents, instruments, and assurances or any further action is necessary or desirable to carry out the provisions of this Plan, the appropriate officers of Surviving Corp. or Merging Corp., as the case may be, whether past or remaining in office, shall execute and deliver, on the request of Surviving Corp., any and all proper conveyances, agreements, documents, instruments, and assurances and perform all necessary or proper acts, to vest, perfect, confirm, or record such title thereto in Surviving Corp., or to otherwise carry out the provisions of this Plan.

4. <u>Filing with the Florida Secretary of State and Effective Date</u>. Upon receiving the requisite approvals from the membership and Boards of Directors of Surviving Corp. and Merging Corp. for this Plan of Merger, Merging Corp. and Surviving Corp. shall cause their respective President (or Vice President) to execute Articles of Merger and this Plan of Merger shall become an exhibit to such Articles of Merger. Thereafter, such Articles of Merger shall be delivered for

filing by Surviving Corp. to the Florida Secretary of State. In accordance with Section 617.1105 of the Act, the Articles of Merger shall specify the "Effective Date," which shall be the filing date of the Articles of Merger.

5. Termination. At any time before the Effective Date (whether before or after filing of Articles of Merger), this Plan may be terminated and the Merger abandoned by mutual consent of the Boards of Directors of all Constituent Corporations, notwithstanding favorable action by the members of the respective Constituent Corporations.