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Merger
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GOEDE & ADAMCZYK, PLLC

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Joshua A. Gropp, Esq.
Steven J. Adamczyk, Esq.

February 17, 2011

Via Regular US Mail

Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

Re: Lake Barrington Condominium Association, Inc. (surviving corporation) / Lake Barrington 4A Condominium Association, Inc. (merging corporation)

Gentlemen:

Please find the enclosed original Articles of Merger and Plan of Merger for filing along with our firm's check in the amount of $70.00 for the filing fee.

Feel free to contact me should you have any questions.

Very truly yours,

Steven J. Adamczyk,
For the Firm

SJA
Enclosures

cc: Client

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TALLAHASSEE, FLORIDA

ARTICLES OF MERGER

OF

LAKE BARRINGTON CONDOMINIUM ASSOCIATION, INC.
LAKE BARRINGTON 4A CONDOMINIUM ASSOCIATION, INC.

Pursuant to Florida Statutes section 617.051 through 617.1103, the undersigned corporations affirm and adopt the following:

1. The Plan of Merger of Lake Barrington Condominium Association, Inc. and Lake Barrington 4A Condominium Association, Inc., both Florida not-for-profit corporations, has been duly approved as follows:

   (a) By unanimous approval of the Board of Directors of Lake Barrington Condominium Association, Inc. at a meeting held on 1/28/11, and the membership of Lake Barrington Condominium Association, Inc. at a membership meeting on January 10, 2011.

   (b) By unanimous approval of the Board of Directors of Lake Barrington 4A Condominium Association, Inc. at a meeting held on 1/28/11 and the membership of Lake Barrington 4A Condominium Association, Inc. at a membership meeting on January 11, 2011.

2. The surviving corporation shall be Lake Barrington Condominium Association, Inc., a Florida corporation not-for-profit.

3. The merging corporation shall be Lake Barrington 4A Condominium Association, Inc., a Florida corporation not-for-profit.

4. As to Lake Barrington Condominium Association, Inc. (surviving corporation), the Plan of Merger was adopted by a vote of 93 members in favor and 2 opposed at a duly noticed membership meeting of the surviving corporation on 1/28/11

5. As to Lake Barrington 4A Condominium Association, Inc. (merging corporation), the Plan of Merger was adopted by a vote of 56 members in favor and 3 members opposed at a duly noticed meeting of the merging corporation held on 1/28/11

6. The Plan of Merger adopted by the surviving corporation and merging corporation is attached hereto as Exhibit "A" and incorporated by reference.

7. The Articles of Incorporation of the surviving corporation are the Amended and Restated Articles of Incorporation attached hereto, and shall be the Articles of Incorporation of the surviving corporation.

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

LAKE BARRINGTON CONDOMINIUM ASSOCIATION, INC., a Florida corporation not-for-profit,

By: _____
HOLLY J FARNUM, President

Dated this 28 day of JAN, 2011

LAKE BARRINGTON 4A CONDOMINIUM ASSOCIATION, INC., a Florida corporation not-for-profit,

By: _____
ROBERT N. DAVIS, President

Dated this 28 day of JAN, 2011

PLAN OF MERGER

LAKE BARRINGTON CONDOMINIUM ASSOCIATION, INC.
LAKE BARRINGTON 4A CONDOMINIUM ASSOCIATION, INC.

WHEREAS, Lake Barrington Condominium Association, Inc., a Florida corporation not-for-profit, is the corporate entity responsible for the operation, management and maintenance of certain recreational and other common facilities and landscaped areas serving the Lake Barrington Condominium Association, Inc. (formerly known as Lake Barrington 4B Condominium Association, Inc. and Lake Barrington 4C Condominium Association, Inc.), as more particularly described in the Amended and Restated Declaration of Condominium of Lake Barrington 4B, a Condominium, recorded at Official Records Book 4332, Page 1681, of the Public Records of Collier County, Florida; and

WHEREAS, Lake Barrington 4A Condominium Association, Inc., a Florida corporation not-for-profit, is the corporate entity responsible for the operation and management of Lake Barrington 4A, a Condominium, as more particularly described in the Declaration of Condominium of Lake Barrington 4A, a Condominium, recorded at Official Records Book 2755, Page 1667, of the Public Records of Collier County, Florida; and

WHEREAS, the Boards of Directors of the above-named corporations have met and determined that simplicity and economy of operation of the condominiums and the communities will be enhanced by the merger of the aforementioned corporations into a single operating entity.

THEREFORE BE IT RESOLVED that pursuant to Florida Statutes sections 617.1101 through 617.1103, the following plan of merger is hereby adopted.

1. Lake Barrington 4A Condominium Association, Inc., a Florida corporation not-for-profit shall be the merging corporation and Lake Barrington Condominium Association, Inc., a Florida corporation not-for-profit, shall be the surviving corporation.

2. Subsequent to the merger, Lake Barrington 4A Condominium Association shall be subject to the Articles of Incorporation and By-Laws of Lake Barrington Condominium Association, Inc., as amended;

3. Lake Barrington Condominium Association, Inc. shall, upon the merger, assume all the powers, rights, duties, assets and liabilities of Lake Barrington 4A Condominium Association, Inc.;

4. The adoption of this plan of merger shall not be construed as a consolidation of the Condominiums and the communities operated by the merging corporations;

5. This Plan of Merger shall become effective upon the approval of the Boards of Directors and membership of each merging corporation, pursuant to Florida Statutes section

617.1103, the adoption of the necessary amendments to the Condominium documents attached hereto and the filing of the Articles of Merger with the Florida Department of State pursuant to Florida Statutes section 617.1105.

LAKE BARRINGTON CONDOMINIUM ASSOCIATION, INC., a Florida corporation not-for-profit,

By: _____
_____, President

Dated this 3 day of Dec, 2010

LAKE BARRINGTON 4A CONDOMINIUM ASSOCIATION, INC., a Florida corporation not-for-profit,

By: Robert M Davis
_____, President

Dated this 3 day of Dec, 2010

AMENDMENTS TO THE

AMENDED AND RESTATED ARTICLES OF INCORPORATION

FOR

LAKE BARRINGTON CONDOMINIUM ASSOCIATION, INC.

Words added are underlined and words deleted are ~~stricken through~~.

The Preamble is amended as follows:

AMENDED AND RESTATED ARTICLES OF INCORPORATION
FOR
LAKE BARRINGTON CONDOMINIUM ASSOCIATION, INC.
[formerly known as Lake Barrington 4B Condominium Association, Inc.
and successor-by-merger to Lake Barrington 4C Condominium Association, Inc.
and successor-by-merger to Lake Barrington 4A Condominium Association, Inc.]
(a Florida corporation not-for-profit)

Article I of the Amended and Restated Articles of Incorporation is amended as follows:

ARTICLE I – NAME AND REGISTERED OFFICE OF THE CORPORATION

The name of this corporation, hereinafter called the "Association", shall be Lake Barrington Condominium Association, Inc., formerly known as Lake Barrington 4B Condominium Association, Inc. and successor-by-merger to Lake Barrington 4C Condominium Association, Inc. and successor-by-merger to Lake Barrington 4A Condominium Association, Inc. Its principal place of business shall be 4883 Hampshire Court, Naples, Florida 34112. Its registered office shall be c/o The Warner Corporation, 886 110th Avenue North, #7, Naples, FL 34108. The Board of Directors may from time to time move the principal office and registered office of the Association to any other address in the State of Florida.

Article II, Section 2 of the Amended and Restated Articles of Incorporation is amended as follows:

Section 2. The Association shall have all of the rights, powers, duties and functions of a governing association as set forth in the Condominium Act now or hereafter in effect, these Articles, and all powers and duties reasonably necessary to administer, govern, and maintain Lake Barrington 4A, a Condominium, Lake Barrington 4B, a Condominium and Lake Barrington C, a Condominium (collectively, the "Condominiums") pursuant to the Declaration of Condominium of Lake Barrington 4A, a Condominium, Declaration of Condominium of Lake Barrington 4B, a Condominium, and Declaration of Condominium of Lake Barrington 4C, a Condominium (collectively, the "Declarations of Condominium") as they may be amended from time to time, including by not limited to the following:

[The remainder of Article II, Section 2 remains unchanged]

Article VII, Section 1 of the Amended and Restated Articles of Incorporation is amended as follows:

ARTICLE VII – BOARD OF DIRECTORS

Section 1. All the affairs, policies, regulations and property of the Association shall be controlled and governed by the Board of Directors of the Association consisting of ~~either three (3) or~~ five (5) voting Members who are to be elected annually by the voting members. ~~The Board, by a resolution of a majority of its members, shall determine from time to time if it shall consist of 3 or 5 members.~~ Notwithstanding the foregoing, the Board of Directors from the date of the Articles of Merger of Lake Barrington ~~4B~~ Condominium Association, Inc. and Lake Barrington ~~4C~~ 4A Condominium Association, Inc. through the date of the next annual meeting of members shall consist of ~~nine (9)~~ ten (10) members who shall be the same members who are serving as the board of directors on Lake Barrington ~~4B~~ Condominium Association, Inc. and Lake Barrington ~~4C~~ 4A Condominium Association, Inc.