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MERGER OR SHARE EXCHANGE HARBORAGE ON BRADEN RIVER CONDOMINIUM ASSOCIATION I, INC.

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DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

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PREPARED BY:
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BRADENTON, FLORIDA 34205
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TALLAHASSEE, FLORIDA

**ARTICLES OF MERGER
OF
HARBORAGE ON BRADEN RIVER Condominium Association II, Inc.,
a Florida corporation not for profit
and
HARBORAGE ON BRADEN RIVER Condominium Association III, Inc.,
a Florida corporation not for profit
and
HARBORAGE ON BRADEN RIVER Condominium Association IV, Inc.,
a Florida corporation not for profit
INTO
HARBORAGE ON BRADEN RIVER Condominium Association I, Inc.,
a Florida corporation not for profit**

THESE ARTICLES OF MERGER are between, and among HARBORAGE ON BRADEN RIVER Condominium Association II, Inc., a Florida corporation not for profit, and HARBORAGE ON BRADEN RIVER Condominium Association III, Inc., a Florida corporation not for profit, and HARBORAGE ON BRADEN RIVER Condominium Association IV, Inc., a Florida corporation not for profit (collectively referred to herein as the "Disappearing Corporations") and HARBORAGE ON BRADEN RIVER Condominium Association I, Inc., a Florida corporation not for profit (the "Surviving Corporation").

The name of the Surviving Corporation is changed to "HARBORAGE ON BRADEN RIVER Condominiums, Inc., a Florida corporation not for profit." as outlined in the Plan of Merger attached hereto as Exhibit "A" and incorporated by reference as if fully set forth herein.

Pursuant to Florida Statute § 617.1105 of the Florida Business Corporation Act (the "Act"), the Surviving Corporation and the Disappearing Corporations adopt the following Articles of Merger:

1. The Plan of Merger was approved and adopted by the members of each of the following corporations on each of the following dates:

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Name of Corporation	Vote in Favor of Merger	Date
A. HARBORAGE ON BRADEN RIVER Condominium Association II, Inc. (Merging Corporation)	21	January 23, 2017
B. HARBORAGE ON BRADEN RIVER Condominium Association III, Inc. (Merging Corporation)	16	January 23, 2017
C. HARBORAGE ON BRADEN RIVER Condominium Association IV, Inc. (Merging Corporation)	21	January 23, 2017
D. HARBORAGE ON BRADEN RIVER Condominium Association I, Inc. (Surviving Corporation)	21	January 23, 2017
2. The members of each of the above-referenced corporations were entitled to vote on the Plan of Merger and the number of votes taken by each of the members of each of the above-referenced corporations was sufficient for the passage of the approval of the merger.		
3. The Plan of Merger is attached hereto as Exhibit "A" and incorporated by reference as if fully set forth herein.		
4. Pursuant to Florida Statute § 617.1105(4) of the Act, the date of the effectiveness of the Merger shall be the last to occur of the following dates:		
A. the date the Articles of Merger are filed in the Offices of the Florida Secretary of State, Division of Corporations;		
B. the date the amendments to the Declarations of Condominium referenced in Paragraph 2 of the Plan of Merger are recorded in the Public Records of Manatee County, Florida; or		
C. March 31, 2017.		

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IN WITNESS WHEREOF, the parties have set their hands this 23rd day of January, 2017.

HARBORAGE ON BRADEN RIVER
Condominium Association II, Inc., a
Florida corporation not for profit

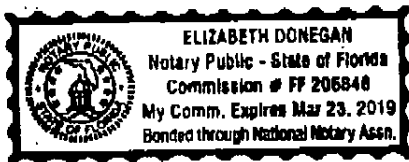
By: Lynn Manning
Lynn Manning, as its President

STATE OF FLORIDA
COUNTY OF MANATEE

The foregoing instrument was acknowledged before me this 23rd day of January, 2017, by Lynn Manning, as President of HARBORAGE ON BRADEN RIVER Condominium Association II, Inc., a Florida corporation not for profit, on behalf of the corporation and who is () personally known to me or () who has produced Florida Driver License (type of identification).

Elizabeth Donegan
Notary Public, State of Florida

My Commission Expires:



HARBORAGE ON BRADEN RIVER
Condominium Association III, Inc., a
Florida corporation not for profit

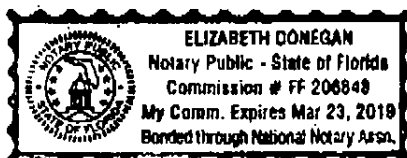
By: Denice Rogers
Denice Rogers, as its President

STATE OF FLORIDA
COUNTY OF MANATEE

The foregoing instrument was acknowledged before me this 23rd day of January, 2017, by Denice Rogers, as President of HARBORAGE ON BRADEN RIVER Condominium Association III, Inc., a Florida corporation not for profit, on behalf of the corporation and who is () personally known to me or () who has produced Florida Driver License (type of identification).

Elizabeth Donegan
Notary Public, State of Florida

My Commission Expires:



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HARBORAGE ON BRADEN RIVER
Condominium Association IV, Inc., a
Florida corporation not for profit

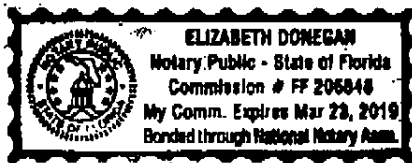
By: Donna Campbell
Donna Campbell, as its President

STATE OF FLORIDA
COUNTY OF MANATEE

The foregoing instrument was acknowledged before me this 23rd day of January, 2017, by Donna Campbell, as President of HARBORAGE ON BRADEN RIVER Condominium Association IV, Inc., a Florida corporation not for profit, on behalf of the corporation and who is ☐ personally known to me or ☒ who has produced Florida Driver License (type of identification).

Elizabeth Donegan
Notary Public, State of Florida

My Commission Expires:



HARBORAGE ON BRADEN RIVER
Condominium Association I, Inc.,
a Florida corporation not for profit

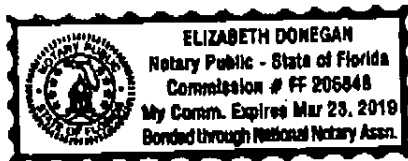
By: Diane Malik
Diane Malik, as its President

STATE OF FLORIDA
COUNTY OF MANATEE

The foregoing instrument was acknowledged before me this 23rd day of January, 2017, by Diane Malik, as President of HARBORAGE ON BRADEN RIVER Condominium Association I, Inc., a Florida corporation not for profit, on behalf of the corporation and who is ☐ personally known to me or ☒ who has produced Florida Driver License (type of identification).

Elizabeth Donegan
Notary Public, State of Florida

My Commission Expires:



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EXHIBIT "A"**PLAN OF MERGER**

THIS IS A MERGER by and among HARBORAGE ON BRADEN RIVER Condominium Association I, Inc., a Florida corporation not for profit (the "Surviving Corporation") and HARBORAGE ON BRADEN RIVER Condominium Association II, Inc., a Florida corporation not for profit, and HARBORAGE ON BRADEN RIVER Condominium Association III, Inc., a Florida corporation not for profit, and HARBORAGE ON BRADEN RIVER Condominium Association IV, Inc., a Florida corporation not for profit (collectively, the "Disappearing Corporations"). Surviving Corporation and Merging Corporations are sometimes referred to collectively herein as the "Constituent Corporations." This Plan of Merger ("Plan") is being effected in accordance with § 617.1101 *et seq.* of the "Florida Not For Profit Corporation Act" (the "Act").

1. Constituent Corporations. Each of the Constituent Corporations are Florida not for profit corporations, organized on a nonstock basis, and are in good standing.

2. Condominium Property. A residential complex, including four (4) separate Condominiums, was formed by the recording of four (4) separate Declarations of Condominium, as follows:

A. HARBORAGE ON BRADEN RIVER I, a condominium, by a Declaration of Condominium recorded on January 17, 2006, at O.R. Book 2094, Pages 5091, *et. seq.*, of the Public Records of Manatee County, Florida, consisting of 24 units.

B. HARBORAGE ON BRADEN RIVER II, a condominium, by a Declaration of Condominium recorded on December 16, 2008, at O.R. Book 2282, Pages 4051, *et. seq.*, of the Public Records of Manatee County, Florida, consisting of 24 units.

C. HARBORAGE ON BRADEN RIVER III, a condominium, by a Declaration of Condominium recorded on July 6, 2005, at O.R. Book 2035, Pages 4655, *et. seq.*, of the Public Records of Manatee County, Florida, consisting of 24 units.

D. HARBORAGE ON BRADEN RIVER IV, a condominium, by a Declaration of Condominium recorded on November 30, 2005, at O.R. Book 2081, Pages 3100, *et. seq.*, of the Public Records of Manatee County, Florida, consisting of 24 units.

Merging Corporations, respectively, are the condominium associations that operate the above referenced Condominiums. The Condominiums are not being merged. Amendments to each of the condominium declarations shall be adopted as part of this Plan to reflect that the Surviving Corporation shall be the entity that will operate each of the Condominiums subsequent to the Effective Date of this merger and to include

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the Bylaws of the Surviving Corporation as an Exhibit to each of the condominium declarations in place of the current Bylaws of the Disappearing Corporations.

3. Surviving Corporation. Surviving Corporation shall become the condominium association that operates the above-referenced Condominiums.

4. Articles of Incorporation. The Articles of Incorporation of the Surviving Corporation, as previously amended and in effect immediately before the Effective Date of the Merger (the "Effective Date") shall, with the exception of a name change, be the Articles of Incorporation of the Surviving Corporation from and after the Effective Date until further amended as permitted by law.

The name of the Surviving Corporation shall be changed to HARBORAGE ON BRADEN RIVER Condominiums, Inc., a Florida corporation not for profit.

5. By-Laws. The By-Laws of the Surviving Corporation, as may have been previously amended and in effect immediately before the Effective Date of the Merger (the "Effective Date") have been amended and restated and are entitled By-Laws of HARBORAGE ON BRADEN RIVER Condominiums, Inc., a Florida corporation not for profit. The number of votes required to approve the merger was sufficient to amend the Bylaws for the Disappearing Corporations and the Surviving Corporation.

6. Principal Office. The principal office of HARBORAGE ON BRADEN RIVER Condominiums, Inc., the Surviving Corporation, shall remain at the following address: 9031 Town Center Parkway, Bradenton, FL 34202.

7. Directors and Officers. The directors and officers of the Surviving Corporation on the Effective Date of the merger shall continue as the directors and officers of Surviving Corporation for the full unexpired terms of their offices and until successors have been duly elected or appointed and qualified.

8. Ratification by Members. This Plan is subject to approval by not less than sixty-six and two-thirds percent (66 2/3%) of the Board of Directors of the Surviving Corporation, by not less than sixty-six and two-thirds percent (66 2/3%) of the Board of Directors of each of the Merging Corporations, and by not less than sixty-six and two-thirds percent (66 2/3%) of the Unit Owners in each Condominium, which shall also constitute approval by not less than sixty-six and two-thirds percent (66 2/3%) of the membership of Surviving Corporation. Upon obtaining the foregoing approvals, the officers of each of the Constituent Corporations are authorized and directed to file Articles of Merger with the Florida Department of State, Division of Corporations and this Plan shall be deemed incorporated by reference into the Articles of Merger as if fully set forth in such Articles and shall become an exhibit to such Articles of Merger, and to file all appropriate amendments to each Declaration of Condominium described in Par. 2, above, the Articles of Incorporation, and Bylaws of the Surviving Corporation in the Public

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Records of Manatee County, Florida. The officers of the Merging Corporations are authorized and directed to file the attached amendments to the condominium declarations described in Par. 2, above. The officers of the Surviving Corporation shall join in the amendments to the condominium declarations to accept responsibility to act as the condominium association for each of those Condominiums as set forth in this Plan. All of the aforesaid amendments shall be filed on the same day and at the same time with the Clerk of Court for Manatee County, Florida.

9. Effective Date of Merger. This merger shall become effective on the last to occur of the following dates ("Effective Date"):

A. the date the Articles of Merger are filed in the Offices of the Florida Secretary of State, Division of Corporations;

B. the date the amendments referenced in Paragraph 2 are recorded in the Public Records of Manatee County, Florida; or

C. March 31, 2017.

10. Effect of Merger. On the Effective Date, the separate existence of the Disappearing Corporation shall cease, and the Surviving Corporation shall be fully vested in the Disappearing Corporation's rights, privileges, immunities, powers, and franchises, subject to its restrictions, liabilities, disabilities, and duties, all as more particularly set forth in § 617.1106 of the Act. All of the rights, privileges, powers, franchises, assets, causes of action, and interests of any kind whatsoever of the Merging Corporations, including all real property owned by any of the Merging Corporations, as reflected in instruments filed in the public records of Manatee County, Florida shall become property of the Surviving Corporation and shall not revert or be in any way impaired by reason of the merger. All rights of creditors and all liens on the property of the Constituent Corporations shall be preserved unimpaired, and all debts, liabilities, and duties of the Merging Corporations shall henceforth attach to Surviving Corporation and may be enforced against it to the same extent as if those debts, liabilities, and duties had been initially incurred or contracted by the Surviving Corporation.

11. Supplemental Action. If at any time after the Effective Date the Surviving Corporation 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 the Surviving Corporation or the Disappearing Corporations, as the case may be, whether past or remaining in office, shall execute and deliver, on the request of the Surviving Corporation, 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 the Surviving Corporation, or to otherwise carry out the provisions of this Plan.

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12. Amendment and Waiver. Any of the terms or conditions of this Plan may be waived at any time prior to the filing of Articles of Merger by the Surviving Corporation or the Disappearing Corporations which is entitled to the benefit thereof by action taken by the Board of Directors of such party, or may be amended or modified in whole or in part at any time by an agreement in writing executed in the same manner or at any time thereafter as long as such change is in accordance with § 617.1103 of the Act.

13. Termination. At any time before the Effective Date, this Plan may be terminated and the Merger abandoned by mutual consent of the Boards of Directors of the Surviving Corporation and the Disappearing Corporations.

IN WITNESS WHEREOF, the parties have set their hands this 23rd day of January, 2017.

HARBORAGE ON BRADEN RIVER
Condominium Association I, Inc., a
Florida corporation not for profit

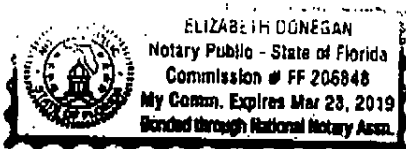
By: Diane Malik
Diane Malik, as its President

STATE OF FLORIDA
COUNTY OF MANATEE

The foregoing instrument was acknowledged before me this 23rd day of January, 2017, by Diane Malik, as President of HARBORAGE ON BRADEN RIVER Condominium Association I, Inc., a Florida corporation not for profit, on behalf of the corporation and who is () personally known to me or () who has produced Florida Driver License (type of identification).

Elizabeth Donegan
Notary Public, State of Florida

My Commission Expires:



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HARBORAGE ON BRADEN RIVER
Condominium Association II, Inc., a
Florida corporation not for profit

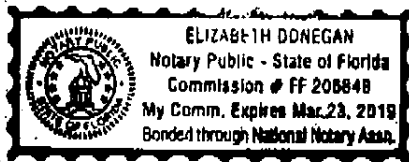
By: Lynn Manning
Lynn Manning, as its President

STATE OF FLORIDA
COUNTY OF MANATEE

The foregoing instrument was acknowledged before me this 23rd day of January, 2017, by Lynn Manning, as President of HARBORAGE ON BRADEN RIVER Condominium Association II, Inc., a Florida corporation not for profit, on behalf of the corporation and who is () personally known to me or () who has produced Florida Driver License (type of identification).

Elizabeth Donegan
Notary Public, State of Florida

My Commission Expires:



HARBORAGE ON BRADEN RIVER
Condominium Association III, Inc., a
Florida corporation not for profit

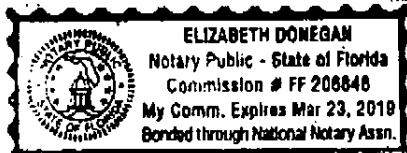
By: Denise Rogers
Denise Rogers, as its President

STATE OF FLORIDA
COUNTY OF MANATEE

The foregoing instrument was acknowledged before me this 23rd day of January, 2017, by Denise Rogers, as President of HARBORAGE ON BRADEN RIVER Condominium Association III, Inc., a Florida corporation not for profit, on behalf of the corporation and who is () personally known to me or () who has produced Florida Driver License (type of identification).

Elizabeth Donegan
Notary Public, State of Florida

My Commission Expires:



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HARBORAGE ON BRADEN RIVER
Condominium Association IV, Inc., a
Florida corporation not for profit

By: Donna Campbell
Donna Campbell, as its President

STATE OF FLORIDA
COUNTY OF MANATEE

The foregoing instrument was acknowledged before me this 23rd day of January, 2017, by Donna Campbell, as President of HARBORAGE ON BRADEN RIVER Condominium Association IV, Inc., a Florida corporation not for profit, on behalf of the corporation and who is () personally known to me or (☒) who has produced Florida Driver License (type of identification).

Elizabeth Donegan
Notary Public, State of Florida

My Commission Expires:

