

MURRELL LAW, LLC

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August 29, 2012

Department of State
Division of Corporations
Corporate Filings
P.O. Box 6327
Tallahassee, FL 32314

Re: The Terraces at Heritage Isle – Corporate Merger

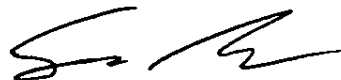
Dear Sir or Madam:

I represent the Terraces at Heritage Isle associations and related corporations. They have recently approved a merger of their five entities into one. Please find enclosed the following:

- Articles of Merger with a check for the fee in the amount of \$183.75;
- Articles of Amendment with a check for the fee in the amount of \$52.50;
- Self-addressed stamped envelope for any return documents.

Please contact my office if anything further is needed. Thank you.

Sincerely,



SEAN MURRELL, ESQUIRE

SMM/

COVER LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: Terraces at Heritage Isle Condominium Association, Inc.
(Name of Surviving Corporation)

The enclosed Articles of Merger and fee are submitted for filing.

Please return all correspondence concerning this matter to following:

Sean Murrell
(Contact Person)

Murrell Law, LLC
(Firm/Company)

4651 Salisbury Road, Suite 503
(Address)

Jacksonville, Florida 32256
(City/State and Zip Code)

For further information concerning this matter, please call:

Sean Murrell At (904) 624-1474
(Name of Contact Person) (Area Code & Daytime Telephone Number)

☒ Certified copy (optional) \$8.75 (Please send an additional copy of your document if a certified copy is requested)

STREET ADDRESS:
Amendment Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, Florida 32301

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

ARTICLES OF MERGER

(Not for Profit Corporations)

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:

| <u>Name</u> | <u>Jurisdiction</u> | <u>Document Number</u> (If known/ applicable) |
|--|---------------------|--|
| <u>Terraces at Heritage Isle Commons Association, Inc.</u> | <u>Florida</u> | <u>N06000001634</u> |

FILED
12 SEP -4 PM 1:12
STATE
TALLAHASSEE, FLORIDA

Second: The name and jurisdiction of each merging corporation:

| <u>Name</u> | <u>Jurisdiction</u> | <u>Document Number</u> (If known/ applicable) |
|---|---------------------|--|
| <u>Terrace 1 at Heritage Isle Association, Inc.</u> | <u>Florida</u> | <u>N06000001534</u> |
| <u>Terrace II at Heritage Isle Association, Inc.</u> | <u>Florida</u> | <u>N06000001582</u> |
| <u>Terrace III at Heritage Isle Association, Inc.</u> | <u>Florida</u> | <u>N06000005181</u> |
| <u>Terrace IV at Heritage Isle Association, Inc.</u> | <u>Florida</u> | <u>N07000003953</u> |
| <u> </u> | <u> </u> | <u> </u> |

Third: The Plan of Merger is attached.

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

OR / / (Enter a specific date. NOTE: An effective date cannot be prior to the date of filing or more than 90 days after merger file date).

(Attach additional sheets if necessary)

Fifth: ADOPTION OF MERGER BY SURVIVING CORPORATION
(COMPLETE ONLY ONE SECTION)

SECTION I

The plan of merger was adopted by the members of the surviving corporation on _____.
The number of votes cast for the merger was sufficient for approval and the vote for the plan was as follows:
_____ FOR _____ AGAINST

SECTION II

(CHECK IF APPLICABLE) ☐ The plan or merger was adopted by written consent of the members and executed in accordance with section 617.0701, Florida Statutes.

SECTION III

There are no members or members entitled to vote on the plan of merger.
The plan of merger was adopted by the board of directors on July 26, 2012 _____. The number of directors in office was 4 _____. The vote for the plan was as follows: 4 _____ FOR 0 _____ AGAINST

Sixth: ADOPTION OF MERGER BY MERGING CORPORATION(s)
(COMPLETE ONLY ONE SECTION)

SECTION I

The plan of merger was adopted by the members of the merging corporation(s) on July 26, 2012 _____. The number of votes cast for the merger was sufficient for approval and the vote for the plan was as follows: see below FOR _____ AGAINST

Terrace I - 25 YES, 0 NO

Terrace III - 26 YES, 0 NO

Terrace II - 23 YES, 0 NO

Terrace IV - 23 YES, 0 NO

SECTION II

(CHECK IF APPLICABLE) ☐ The plan or merger was adopted by written consent of the members and executed in accordance with section 617.0701, Florida Statutes.

SECTION III

There are no members or members entitled to vote on the plan of merger.
The plan of merger was adopted by the board of directors on _____. The number of directors in office was _____. The vote for the plan was as follows: _____ FOR _____ AGAINST

Seventh: SIGNATURES FOR EACH CORPORATION

Name of Corporation

Signature of the chairman/
vice chairman of the board
or an officer.

Typed or Printed Name of Individual & Title

NOTE: Signatures appear on attached Certificate of Amendment and Merger.

[illegible]

Please record and return to:
MURRELL LAW, LLC
4651 Salisbury Road, Suite 503
Jacksonville, Florida 32256

CERTIFICATE OF AMENDMENT AND MERGER

**AMENDMENT TO THE DECLARATION OF COVENANTS FOR
TERRACES AT HERITAGE ISLE COMMONS**

AND

**AMENDMENTS TO THE
DECLARATIONS OF CONDOMINIUM OF**

**TERRACE I AT HERITAGE ISLE, A CONDOMINIUM,
TERRACE II AT HERITAGE ISLE, A CONDOMINIUM,
TERRACE III AT HERITAGE ISLE, A CONDOMINIUM, AND
TERRACE IV AT HERITAGE ISLE, A CONDOMINIUM**

AND

**ADOPTION OF AMENDED AND RESTATED ARTICLES OF INCORPORATION AND
AMENDED AND RESTATED BYLAWS**

**PURSUANT TO A PLAN OF MERGER
FORMING A MULTICONDOMINIUM ASSOCIATION**


The undersigned officers of Terraces at Heritage Isle Commons Association, Inc., the not for profit corporation and homeowners association in charge of the operation and control of the residential land development known as "TERRACES AT HERITAGE ISLE COMMONS" pursuant to the Declaration of Covenants for Terraces at Heritage Isle Commons, recorded October 25, 2006 at O.R. Book 5712, Pages 8383 et seq., Public Records of Brevard County, Florida (hereinafter the "Declaration of Covenants"); Terrace I at Heritage Isle Association, Inc., the not for profit corporation in charge of the operation and control of "TERRACE I AT HERITAGE ISLE, A CONDOMINIUM" pursuant to the declaration of condominium recorded October 25, 2006 at O.R. Book 5713, Pages 7569 et seq., Public Records of Brevard County, Florida; Terrace II at Heritage Isle Association, Inc., the not for profit corporation in charge of the operation and control of "TERRACE II AT HERITAGE ISLE, A CONDOMINIUM" pursuant to the declaration of condominium recorded November 16, 2006 at O.R. Book 5721, Pages 3095 et seq., Public Records of Brevard County, Florida; Terrace III at Heritage Isle Association, Inc., the not for profit corporation in charge of the operation and control of "TERRACE III AT HERITAGE ISLE, A CONDOMINIUM" pursuant to the declaration of condominium recorded February 27, 2007 at O.R. Book 5753, Pages 3027 et seq., Public Records of Brevard County, Florida; and Terrace IV at Heritage Isle Association, Inc., the not for profit corporation in charge of the operation and control of "TERRACE IV AT HERITAGE ISLE, A CONDOMINIUM" pursuant to the declaration of condominium recorded April 23, 2007 at O.R. Book 5771, Pages 5193 et seq., Public Records of Brevard County, Florida; hereby certify that a Plan of Merger was proposed by unanimous votes of the boards of directors of the five corporations named above at duly called and noticed meetings held on June 7, 2012, and that the same Plan of Merger was approved by a vote of not less than two-thirds of the Directors of Terraces at Heritage Isle Commons Association, Inc. at a duly called and noticed meeting of the board held on July 26, 2012 and was approved by a vote of not less than two-thirds of the voting interests of the other four corporations named above at duly called and noticed special meetings of the memberships held on July 26, 2012, and that the said Plan of Merger incorporates certain amendments to the Declaration of Covenants and to the four declarations of condominium, and further incorporates Amended and Restated Articles of Incorporation and Bylaws

for Terraces at Heritage Isle Condominium Association, Inc., the surviving corporation and resulting multicondominium association. The undersigned further certify that the Plan of Merger, including all amendments and amended and restated corporate documents, was proposed and approved in accordance with the condominium documentation and applicable law.

IN WITNESS WHEREOF, the undersigned have hereunto affixed their hands this 26th day of July, 2012.

AS TO TERRACE I

Witnesses to both signatures:




Joshua Martin




Sean Murrell

STATE OF FLORIDA)
COUNTY OF BREVARD)

TERRACE I AT HERITAGE ISLE
ASSOCIATION, INC.

By: 

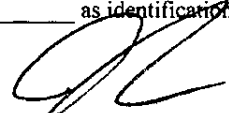
LARRY RUTLEDGE

By: 

~~JAMES SEVASTOS~~, Secretary/Treasurer
JAMES SEVASTOS

The foregoing instrument was acknowledged before me this 26th day of July, 2012, by Larry Rutledge, the President of Terrace I at Heritage Isle Association, Inc., a not for profit corporation, on behalf of the corporation, who is personally known to me or who produced _____ as identification, and by James Sevastos, the Secretary/Treasurer of the said corporation, who is personally known to me or who produced _____ as identification.






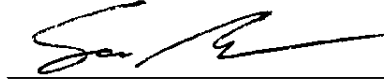
NOTARY PUBLIC

AS TO TERRACE II

Witnesses to both signatures:



Joshua Martin



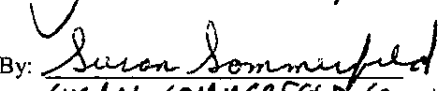
Sean Murrell

STATE OF FLORIDA)
COUNTY OF BREVARD)

TERRACE II AT HERITAGE ISLE
ASSOCIATION, INC.

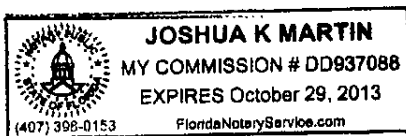
By: 

JUDITH GARRETT, President

By: 

SUSAN SOMMERFELD, Secretary/Treasurer

The foregoing instrument was acknowledged before me this 26th day of July, 2012, by Judith Garret, the President of Terrace II at Heritage Isle Association, Inc., a not for profit corporation, on behalf of the corporation, who is personally known to me or who produced _____ as identification, and by Susan Sommerfeld, the Secretary/Treasurer of the said corporation, who is personally known to me or who produced _____ as identification.



[Signature]
NOTARY PUBLIC

AS TO TERRACE III

Witnesses to both signatures:

[Signature]

Joshua Martin

[Signature]

Sean Murrell

TERRACE III AT HERITAGE ISLE
ASSOCIATION, INC.

By: [Signature]

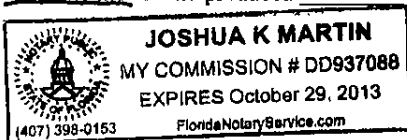
ROBERT J. EDMONDS, Secretary/Treasurer

By: [Signature]

GERALD E. KORTUM, Vice President

STATE OF FLORIDA)
COUNTY OF BREVARD)

The foregoing instrument was acknowledged before me this 26th day of July, 2012, by Robert J. Edmonds, the Secretary/Treasurer of Terrace III at Heritage Isle Association, Inc., a not for profit corporation, on behalf of the corporation, who is personally known to me or who produced _____ as identification, and by Gerald E. Kortum, the Vice President of the said corporation, who is personally known to me or who produced _____ as identification.



[Signature]
NOTARY PUBLIC

AS TO TERRACE IV

Witnesses to both signatures:

[Signature]

Joshua Martin


TERRACE IV AT HERITAGE ISLE
ASSOCIATION, INC.

By: [Signature]

JAMES S. BROWN, President


Sean Murrell

STATE OF FLORIDA)
COUNTY OF BREVARD)

By: 
WALTON W. THOMAS, Treasurer



The foregoing instrument was acknowledged before me this 26th day of July, 2012, by James S. Brown, the President of Terrace IV at Heritage Isle Association, Inc., a not for profit corporation, on behalf of the corporation, who is personally known to me or who produced _____ as identification, and by Walton W. Thomas, the Treasurer of the said corporation, who is personally known to me or who produced _____ as identification.




NOTARY PUBLIC


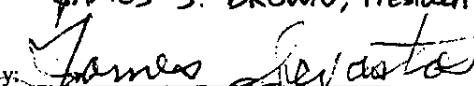
AS TO THE COMMONS

Witnesses to both signatures:

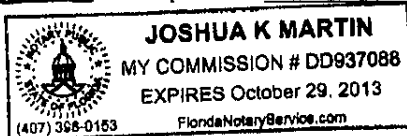

Joshua Martin

Sean Murrell

STATE OF FLORIDA)
COUNTY OF BREVARD)

TERRACES AT HERITAGE ISLE
COMMONS ASSOCIATION, INC.

By: 
JAMES S. BROWN, President
By: 
JAMES SEVASTOS, for
Larry Rutledge, Secretary

The foregoing instrument was acknowledged before me this 26th day of July, 2012, by James S. Brown, the President of Terraces at Heritage Isle Commons Association, Inc., a not for profit corporation, on behalf of the corporation, who is personally known to me or who produced _____ as identification, and by James Sevastos, for Larry Rutledge the Secretary of the said corporation, who is personally known to me or who produced _____ as identification.




NOTARY PUBLIC