

No7.0000003541

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP ☐ WAIT ☐ MAIL

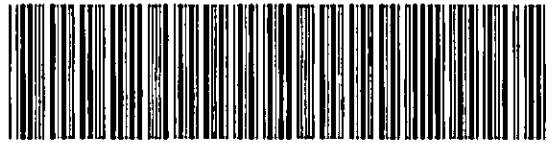
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



400395883444

10/17/22--01029--012 *070.00

2022 OCT 17 PM 3:23
Filing Office, LLC

JAN 12
S. PRATHEF

Jeremy Anderson, Esquire
Justin Givens, Esquire
D.J. Fredericks, Esquire
Harvey Halprin, Esquire



ANDERSON | GIVENS | FREDERICKS

— ATTORNEYS AT LAW —

Community Association
Land Use
Real Estate & Title
Civil Litigation
Probate and Trusts

1689 Mahan Center Blvd., Ste. B
Tallahassee, Florida 32308
Tel: 850-692-8900
Fax: 850-224-2440

3665 Bee Ridge Road, Suite 100
Sarasota, Florida 34233
Tel: 941-866-4348
Fax: 850-224-2440

October 14, 2022

Florida Divisions of Corporations
2415 N. Monroe St. Suite 810
Tallahassee, FL 32303

Sent via FedEx

RE: Articles of Merger:
Banbury at Sarasota National Condominium Association, Inc.
Banbury II at Sarasota National Condominium Association, Inc.
Surviving Corporation:
Banbury at Sarasota National Condominium Association, Inc.

Dear Divisions of Corporations Representative:

Please find enclosed to be filed with the Division of Corporations

1. Articles of Merger
2. Plan of Merger
3. Agreement

Also enclosed is check no. **2216** in the amount of **\$70.00** for filing fees. If you should have any questions or need any additional information, please let me know.

Sincerely,

Skylar McBratney

Skylar McBratney, Receptionist

Encl.(s) as indicated

10/13/2022 1:10 PM

KAREN E. RUSHING

CLERK OF THE CIRCUIT COURT

SARASOTA COUNTY, FLORIDA

SIMPLIFILE

Receipt # 2925135

Prepared by and return to:
Jeremy V. Anderson, Esquire
1689 Mahan Center Blvd., Suite B
Tallahassee, FL 32308
(850) 692-8900 (Telephone)
(850) 224-2440 (Fax)

ARTICLES OF MERGER
(Not for Profit Corporations)

BANBURY AT SARASOTA NATIONAL CONDOMINIUM ASSOCIATION, INC.
BANBURY II AT SARASOTA NATIONAL CONDOMINIUM ASSOCIATION, INC.

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>
BANBURY AT SARASOTA NATIONAL CONDOMINIUM ASSOCIATION, INC.	Florida	N07000003541

The Surviving Corporation shall henceforth be named:

BANBURY AT SARASOTA NATIONAL CONDOMINIUM ASSOCIATION, INC.

SECOND: The name and jurisdiction of each merging corporation:

<u>Name</u>	<u>Jurisdiction</u>	<u>Document Number</u>
BANBURY II AT SARASOTA NATIONAL CONDOMINIUM ASSOCIATION, INC.	Florida	N15000000113

THIRD: The Plan of Merger is attached hereto as Exhibit "A" and incorporated herein.

FOURTH: The merger shall become effective upon filing with the Florida Department of State, Division of Corporations.

FIFTH: ADOPTION OF MERGER BY SURVIVING CORPORATION

Section I – BANBURY AT SARASOTA NATIONAL CONDOMINIUM ASSOCIATION, INC.

The plan of merger was adopted by the members at the annual membership meeting of the surviving corporation on August 5, 2022. The number of votes cast for the merger was sufficient for approval and the vote for the plan was as follows: Nine (9) FOR; Zero (0) AGAINST.

SIXTH: ADOPTION OF MERGER BY MERGING CORPORATIONS

Section I –BANBURY II AT SARASOTA NATIONAL CONDOMINIUM ASSOCIATION, INC.

The plan of merger was adopted by the members at a membership meeting of the above-referenced merging corporation BANBURY II AT SARASOTA NATIONAL CONDOMINIUM ASSOCIATION, INC. on August 5, 2022. The number of votes cast by the members of BANBURY II AT SARASOTA NATIONAL CONDOMINIUM ASSOCIATION, INC. for the merger was sufficient for approval and the vote for the plan was as follows: Fifty Three (53) FOR; Zero (0) AGAINST.

Dated this 26 day of August, 2022.

SEVENTH: SIGNATURES FOR EACH CORPORATION

Signed, sealed and delivered
in the presence of:

Sign: [Signature]

Print: Colin Healy

Sign: [Signature]

Print: Jaime K. Hubbell

**BANBURY AT SARASOTA NATIONAL
CONDOMINIUM ASSOCIATION, INC.**

By: [Signature]

John Bruno, President

Sign: [Signature]

Print: ULLA MARSHALL

By: [Signature]

Marilyn Buscemi, Secretary

Sign: [Signature]

Print: ROBERT FRAZIER

[Corporate Seal]

STATE OF FL

2022 OCT 17 PM 3:24

COUNTY OF Sarasota

The foregoing instrument was acknowledged before me this 26 day of August, 2022, by John Bruno as President of BANBURY AT SARASOTA NATIONAL CONDOMINIUM ASSOCIATION, INC., on behalf of the corporation. He is personally known to me or has produced _____ as identification.



LISA DAWN LEMMON
Commission # HH 087635
Expires February 1, 2026
Bonded Thru Budget Notary Services

Notary Public

Sign: Lisa Lemmon
Print: Lisa Lemmon

My commission expires:

State of Florida at Large

STATE OF FL.
COUNTY OF SARASOTA

The foregoing instrument was acknowledged before me this 26 day of _____, 2022, by Marilyn Buscemi as Secretary of BANBURY AT SARASOTA NATIONAL CONDOMINIUM ASSOCIATION, INC., on behalf of the corporation. She is personally known to me or has produced _____ as identification.



LISA DAWN LEMMON
Commission # HH 087635
Expires February 1, 2026
Bonded Thru Budget Notary Services

Notary Public

Sign: Lisa Lemmon
Print: Lisa Lemmon

My commission expires:

State of Florida at Large

[Intentionally Left Blank]

2022 OCT 17 PM 3:24

Signed, sealed and delivered
in the presence of:

**BANBURY II AT
SARASOTA NATIONAL
CONDOMINIUM ASSOCIATION, INC.**

Sign: Joyce Hochman
Print: Joyce Hochman

By: Mark Burman
Mark Burman, President

Sign: [Signature]
Print: Lynn M. Lynch

Sign: Joyce Hochman
Print: Joyce Hochman

By: [Signature]
Joan Oberer, Secretary

Sign: [Signature]
Print: Lynn M. Lynch

[Corporate Seal]

STATE OF FL
COUNTY OF Sarasota

The foregoing instrument was acknowledged before me this 26 day of August, 2022, by Mark Burman as President of BANBURY II AT SARASOTA NATIONAL CONDOMINIUM ASSOCIATION, INC., on behalf of the corporation. He is personally known to me or has produced _____ as identification.



LISA DAWN LEMMON
Commission # HH 087635
Expires February 1, 2025
Bonded thru Budget Notary Services

Notary Public

Sign: Lisa Lemmon
Print: LISA LEMMON
State of Florida at Large

My commission expires:

STATE OF FL
COUNTY OF Sarasota

The foregoing instrument was acknowledged before me this 26 day of August, 2022, by Joan Oberer as Secretary of BANBURY II AT SARASOTA NATIONAL CONDOMINIUM ASSOCIATION, INC., on behalf of the corporation. She is personally known to me or has produced _____ as identification.



LISA DAWN LEMMON
Commission # HH 087635
Expires February 1, 2025
Bonded thru Budget Notary Services

Notary Public

Sign: Lisa Lemmon
Print: LISA LEMMON
State of Florida at Large

My commission expires:

2022 OCT 17 PM 3:24

Prepared by and return to:
Jeremy V. Anderson, Esquire
1689 Mahan Center Blvd. Suite B
Tallahassee, FL 32308
(850) 692-8900 (Telephone)
(850) 224-2440 (Fax)

PLAN OF MERGER

FIRST: The following plan of merger is submitted in compliance with Section 617.1101 et seq., Florida Statutes, and in accordance with the laws of any other applicable jurisdiction for incorporation.

The name and jurisdiction of the Surviving Corporation:

<u>Name</u>	<u>Jurisdiction</u>	<u>Document Number</u>
BANBURY AT SARASOTA NATIONAL CONDOMINIUM ASSOCIATION, INC.	Florida	N07000003541

The Surviving Corporation shall henceforth be named:

BANBURY AT SARASOTA NATIONAL CONDOMINIUM ASSOCIATION, INC.

SECOND: The name and jurisdiction of the merging corporation:

<u>Name</u>	<u>Jurisdiction</u>	<u>Document Number</u>
BANBURY II AT SARASOTA NATIONAL CONDOMINIUM ASSOCIATION, INC.	Florida	N15000000113

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

All assets and liabilities of the merged corporations shall become the assets and liabilities of the surviving corporation; provided, however, that assets or liabilities attributable to cach Condominium operated by the Association both before and after the merger, including without limitation reserve funds or maintenance expenses, shall be budgeted and accounted separately for that Condominium, as required by law.

FOURTH: A statement of the changes in the Articles of Incorporation and Bylaws of the surviving corporation to be affected by the merger are attached hereto as Composite Exhibit "1", and incorporated herein.

FIFTH: Other provisions relating to the merger are as follows:

The merger shall be effective upon filing the Articles of Merger with the Florida Division of Corporations.

AGREEMENT

BANBURY AT SARASOTA NATIONAL CONDOMINIUM ASSOCIATION, INC. AND BANBURY II AT SARASOTA NATIONAL CONDOMINIUM ASSOCIATION, INC., in consideration of payment by the first party to the second party, of \$10.00 and other good and valuable consideration, the receipt and adequacy of which are hereby acknowledged, do hereby agree that notwithstanding any provision which may be construed otherwise in the Plan of Merger between those corporations, upon a merger of those corporations into **BANBURY AT SARASOTA NATIONAL CONDOMINIUM ASSOCIATION, INC.**, that the assets held by **BANBURY AT SARASOTA NATIONAL SECTION CONDOMINIUM ASSOCIATION, INC.** as of the date of this Agreement shall not be a merged asset but shall instead remain an asset belonging to **BANBURY AT SARASOTA NATIONAL CONDOMINIUM ASSOCIATION, INC.** and that the assets held by and **BANBURY II AT SARASOTA NATIONAL CONDOMINIUM ASSOCIATION, INC.** shall not be a merged asset by shall instead remain an asset belonging to and **BANBURY II AT SARASOTA NATIONAL CONDOMINIUM ASSOCIATION, INC.** as of the date of this Agreement.

DATED this 26 day of August 2022.

Signed, sealed and delivered
in the presence of:

**BANBURY AT SARASOTA NATIONAL
CONDOMINIUM ASSOCIATION, INC.**

Sign: [Signature]
Print: Colia Healy

By: [Signature]
John Bruno, President

Sign: [Signature]
Print: Seime K. Hubbell

Sign: [Signature]
Print: JILL MARSHALL

By: [Signature]
Marilyn Buscemi, Secretary

Sign: [Signature]
Print: ROBERT CRAZEN


[Corporate Seal]

STATE OF FL
COUNTY OF SARASOTA

The foregoing instrument was acknowledged before me this 26 day of August 2022, by John Bruno as President of BANBURY AT SARASOTA NATIONAL CONDOMINIUM ASSOCIATION, INC., on behalf of the corporation. He is personally known to me or has produced _____ as identification.

Notary Public

Sign: Lisa Lemmon
Print: LISA LEMMON
State of Florida at Large

My commission expires:
 LISA DAWN LEMMON
Commission # HH 087635
Expires February 1, 2025
Bonded Thru Budget Notary Services

STATE OF FL
COUNTY OF SARASOTA

The foregoing instrument was acknowledged before me this 26 day of August 2022, by Marilyn Buscemi as Secretary of BANBURY AT SARASOTA NATIONAL CONDOMINIUM ASSOCIATION, INC., on behalf of the corporation. She is personally known to me or has produced _____ as identification.

 LISA DAWN LEMMON
Commission # HH 087635
Expires February 1, 2025
Bonded Thru Budget Notary Services

My commission expires:

Notary Public
Sign: Lisa Lemmon
Print: Lisa Lemmon
State of Florida at Large

[Intentionally Left Blank]

Signed, sealed and delivered
in the presence of:

**BANBURY II AT SARASOTA
NATIONAL CONDOMINIUM
ASSOCIATION, INC.**

Sign: Joyce Hochman
Print: Joyce Hochman

By: Mark Burman
Mark Burman, President

Sign: Lynn M. Lynch
Print: Lynn M. Lynch

Sign: Joyce Hochman
Print: Joyce Hochman

By: Joan Oberer
Joan Oberer, Secretary

Sign: Lynn M. Lynch
Print: Lynn M. Lynch

[Corporate Seal]

STATE OF FL.
COUNTY OF SARASOTA

The foregoing instrument was acknowledged before me this 26 day of August, 2022, by Mark Burman as President of BANBURY II AT SARASOTA NATIONAL CONDOMINIUM ASSOCIATION, INC., on behalf of the corporation. He is personally known to me or has produced _____ as identification.



LISA DAWN LEMMON
Commission # HH 087635
Expires February 1, 2025
Bonded thru Budget Notary Services

Notary Public

Sign: Lisa Lemmon
Print: Lisa Lemmon

State of Florida at Large

My commission expires:

STATE OF FL
COUNTY OF SARASOTA

The foregoing instrument was acknowledged before me this 26 day of August, 2022, by Joan Oberer as Secretary of BANBURY II AT SARASOTA NATIONAL CONDOMINIUM ASSOCIATION, INC., on behalf of the corporation. She is personally known to me or has produced _____ as identification.



LISA DAWN LEMMON
Commission # HH 087635
Expires February 1, 2025
Bonded thru Budget Notary Services

Notary Public

Sign: Lisa Lemmon
Print: Lisa Lemmon

State of Florida at Large

My commission expires: