

NO9539

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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PICK-UP

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WAIT

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MAIL

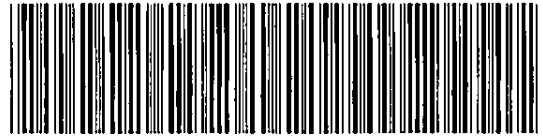
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



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07/17/17--01005--026 **411.25

1400
SECRETARY OF STATE
DIVISION OF CORPORATIONS
17 JUL 2017 PM 4:25

Meigs

AUG 28 2017

D CUSHING

712 Shamrock Blvd.
Venice, FL 34293

941.492.2100 phone
941.492.3116 fax

SHARON S. VANDER WULP, P.A.

Condominium and
Homeowners' Association
Representation
Real Estate
Wills
Probate
Landlord/Tenant
Circuit Civil Mediation

July 13, 2017

Secretary of State
Corporate Records Bureau
P.O. Box 6327
Tallahassee, FL 32314

RE: Merger Documents, South Bridge
Merger of South Bridge Condo #2, #3 and #4 into South Bridge
Condominium Association, Inc.
Our File No. 289.00

Dear Sir or Madame:

Enclosed please find an original and copy of the Articles of Merger, Plan of Merger, Resignation of Registered Agents and Resignation of Officers and Directors in regards to the above referenced Associations. Please date stamp the copy for our records, and return it with the Certified copy in the enclosed self-addressed, stamped envelope.

Also enclosed is our check in the amount of \$411.25 representing the fee for the filing and certified copy.

Thank you for your assistance in this matter. If you have questions or need additional information, please do not hesitate to contact our office.

Very truly yours,

Sharon S. Vander Wulp
Sharon S. Vander Wulp

svw
Enclosures

South Bridge Merger Secretary of State Fees

Articles of Merger

| | |
|--|---------|
| 1, Surviving corporation: South Bridge Park Condominium Assoc., Inc. | \$35.00 |
| 2. Merging corporations: | |
| South Bridge Park Condominium Assoc., Inc. No. 2 | \$35.00 |
| South Bridge Park Condominium Assoc., Inc. No. 3 | \$35.00 |
| South Bridge Park Condominium Assoc., Inc. No. 4 | \$35.00 |
| 3. Certified Copy | \$8.75 |

Officer/Director Resignation

| | |
|--|---------|
| South Bridge Park Condominium Assoc., Inc. No. 2 | \$35.00 |
| South Bridge Park Condominium Assoc., Inc. No. 3 | \$35.00 |
| South Bridge Park Condominium Assoc., Inc. No. 4 | \$35.00 |

Resignation of Registered Agent

| | |
|---|---------|
| South Bridge Park Condominium Assoc., Inc. No. 2 (inactive) | \$35.00 |
| South Bridge Park Condominium Assoc., Inc. No. 3 (inactive) | \$35.00 |
| South Bridge Park Condominium Assoc., Inc. No. 4 (active) | \$87.50 |

| | |
|--------|----------|
| Total: | \$411.25 |
|--------|----------|

712 Shamrock Blvd.
Venice, FL 34293

941.492.2100 phone
941.492.3116 fax

SHARON S. VANDER WULP, P.A.

Condominium and
Homeowners' Association
Representation
Real Estate
Wills
Probate
Landlord/Tenant
Circuit Civil Mediation

August 2, 2017

Secretary of State
Corporate Records Bureau
Attn: Diane Cushing
Senior Section Administrator
P.O. Box 6327
Tallahassee, FL 32314

RE: Merger Documents, South Bridge
Merger of South Bridge Condo #2, #3 and #4 into South Bridge Condominium
Association, Inc.
Our File No. 289.00
Your Letter Numbers: 917A00014965
✓ 217A0014972; ~~6~~ 17A00014972

Dear Ms. Cushing:


Enclosed is your letter dated July 25, 2017 regarding the South Bridge Condominium merger project. At this time both South Bridge Condominiums 2 and 3 are now active corporations with the Florida Secretary of State correcting the issue contained in the enclosed letter. As stated in your letter, your office is holding the payment of \$148.75, the fee for the merger. Enclosed are the original Articles of Merger documents to process at this time.

Also enclosed are copies of the notices from your office that Condominiums 2 and 3 Registered Agent change could not be processed. Enclosed please find the signed paperwork regarding the change of Registered Agent for these corporations from Bruce H. Codville to Thomas Whittaker. Enclosed is a check of \$75.00, if needed, in order to process the change of Registered Agent from Mr. Codville to Mr. Whittaker.

As stated in your enclosed letters, your office is holding the payment of \$35.00, per corporation, for the Resignation of Registered Agent. Please process the change of Registered Agent from Mr. Codville to Mr. Whittaker and then process the Resignation of Registered Agent previously provided your office for Mr. Whittaker.

Thank you for your aid in this matter. If there are questions regarding the above, please contact this office.

Very truly yours,



Sharon S. Vander Wulp

SVW
enclosures
cc: South Bridge Park Condominium Assoc., Inc.

COVER LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: South Bridge Park 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:

Sharon S. Vander Wulp, Esq.

(Contact Person)

Sharon S. Vander Wulp, P.A.

(Firm/Company)

712 Shamrock Blvd.

(Address)

Venice, FL 34293

(City/State and Zip Code)

For further information concerning this matter, please call:

Sharon S. Vander Wulp

(Name of Contact Person)

At (941)

492-2100

(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

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APR 21 04
4:25
CLERK OF COURT
JUDICIAL CIRCUIT IN AND FOR
THE 1ST JUDICIAL CIRCUIT
IN FLORIDA
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE
Division of Corporations

July 25, 2017

SHARON S. VANDER WULP
SHARON S. VANDER WULP, P.A.
712 SHAMROCK BLVD
VENICE, FL 34293

SUBJECT: SOUTH BRIDGE PARK CONDOMINIUM ASSOCIATION, INC.
Ref. Number: N08539

We have received your document for SOUTH BRIDGE PARK CONDOMINIUM ASSOCIATION, INC. and your check(s) totaling \$148.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

All entities involved in the merger must be active. You have 2 corporations that are administratively dissolved for failure to file the annual report. See the attached print-outs.

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.

Diane Cushing
Senior Section Administrator

Letter Number: 917A00014965



FLORIDA DEPARTMENT OF STATE
Division of Corporations

August 17, 2017

SHARON S. VANDER WULP
SHARON S. VANDER WULP, P.A.
712 SHAMROCK BLVD
VENICE, FL 34293

SUBJECT: SOUTH BRIDGE PARK CONDOMINIUM ASSOCIATION, INC.
Ref. Number: N08539

We have received your document for SOUTH BRIDGE PARK CONDOMINIUM ASSOCIATION, INC. and your check(s) totaling \$411.25. However, the document has not been filed and is being retained in this office for the following:

According to our records all corporations involved in this merger are still not active on our records. South Bridge Park Condo. Assoc., Inc. #3 is showing up as pending reinstatement.

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.

Diane Cushing
Senior Section Administrator

Letter Number: 017A00016876

2008
17 JUL 2008 12:46:25

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) |
|---------------------------------------|---------------------|--|
| South Bridge Park Condo. Assoc., Inc. | Sarasota County, FL | N08539 |

Second: The name and jurisdiction of each **merging** corporation:

| <u>Name</u> | <u>Jurisdiction</u> | <u>Document Number</u> (If known/ applicable) |
|--|---------------------|--|
| South Bridge Park Condo. Assoc., Inc. #2 | Sarasota County, FL | N12147 |
| South Bridge Park Condo. Assoc., Inc. #3 | Sarasota County, FL | N16379 |
| South Bridge Park Condo. Assoc., Inc. #4 | Sarasota County, FL | N23964 |
| | | |
| | | |

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).

Note: If the date inserted in this block does not meet the applicable statutory filing requirements, this date will not be listed as the document's effective date on the Department of State's records.

(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 June 27, 2017.
The number of votes cast for the merger was sufficient for approval and the vote for the plan was as follows:
79 FOR 0 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 _____. The number of directors in office was _____. The vote for the plan was as follows: _____ FOR _____ 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 June 27, 2017. The number of votes cast for the merger was sufficient for approval and the vote for the plan was as follows: 195 FOR 32 AGAINST

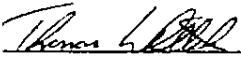
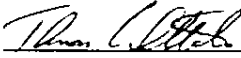
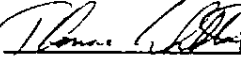

SECTION II

(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 _____. The number of directors in office was _____. The vote for the plan was as follows: _____ FOR _____ AGAINST

Seventh: SIGNATURES FOR EACH CORPORATION

| <u>Name of Corporation</u> | <u>Signature of the chairman/ vice chairman of the board or an officer.</u> | <u>Typed or Printed Name of Individual & Title</u> |
|--|---|--|
| South Bridge Park Condo. Assoc., Inc. |  | Thomas Whittaker, as President |
| South Bridge Park Condo. Assoc., Inc. #2 |  | Thomas Whittaker, as President |
| South Bridge Park Condo. Assoc., Inc. #3 |  | Thomas Whittaker, as President |
| South Bridge Park Condo. Assoc., Inc. #4 |  | Thomas Whittaker, as President |
| | | |
| | | |
| | | |

PLAN OF MERGER

The following plan of merger is submitted in compliance with section 617.1101, Florida Statutes and in accordance with the laws of any other applicable jurisdiction of incorporation.

The name and jurisdiction of the **surviving** corporation:

Name

South Bridge Park Condominium Assoc., Inc.

Jurisdiction

Sarasota County, Fl

The name and jurisdiction of each **merging** corporation:

Name

South Bridge Park Condominium Assoc., Inc. #2

Jurisdiction

Sarasota County, FL

South Bridge Park Condominium Assoc., Inc. #3

Sarasota County, FL

South Bridge Park Condominium Assoc., Inc. #4

Sarasota County, FL

The terms and conditions of the merger are as follows:

See attached Plan of Merger.

A statement of any changes in the articles of incorporation of the surviving corporation to be effected by the merger is as follows:

That all members of the 4 condominiums are now members of South Bridge Park Condominium Assoc., Inc.

Other provisions relating to the merger are as follows:

See Attached Plan of Merger.

PLAN OF MERGER

The following plan of merger is submitted in compliance with section 617.1101, Florida Statutes and in accordance with the laws of any other applicable jurisdiction of incorporation.

The name and jurisdiction of the **surviving** corporation:

Name:

Jurisdiction:

South Bridge Park Condominium
Association, Inc.

State of Florida, Sarasota County

The name and jurisdiction of each **merging** corporation:

Name:

Jurisdiction:

South Bridge Park Condominium
Association, Inc., No. 2

State of Florida, Sarasota County

South Bridge Park Condominium
Association, Inc., No. 3

State of Florida, Sarasota County

South Bridge Park Condominium
Association, Inc., No. 4

State of Florida, Sarasota County

1. The terms and conditions of the merger are as follows:

Plan of Merger of

South Bridge Park Condominium Association, Inc., No. 2, South Bridge Park Condominium Association, Inc., No. 3, and South Bridge Park Condominium Association, Inc., No. 4 into South Bridge Park Condominium Association, Inc.

Pursuant to Section 617.1103(1)(a), F. S., the Board of Directors of South Bridge Park Condominium Association, Inc., No. 2, South Bridge Park Condominium Association, Inc., No. 3, and South Bridge Park Condominium Association, Inc., No. 4 and South Bridge Park Condominium Association, Inc. At their regularly scheduled Board of Directors meetings held on June 27, 2017, adopted by resolution a proposed plan of merger, merging South Bridge Park Condominium Association, Inc., No. 2, South Bridge Park Condominium Association, Inc., No. 3, and South Bridge Park Condominium Association, Inc., No. 4 into

South Bridge Park Condominium Association, Inc., with the surviving corporation being South Bridge Park Condominium Association, Inc. The details for this merger are as follows:

a. That each member of South Bridge Park Condominium Association, Inc., No. 2, South Bridge Park Condominium Association, Inc., No. 3, and South Bridge Park Condominium Association, Inc., No. 4 be allocated one vote in South Bridge Park Condominium Association, Inc. for each unit owned;

b. That officers and directors for South Bridge Park Condominium Association, Inc. be elected from the membership of all four (4) Association;

c. That South Bridge Park Condominium Association, Inc. accepts all assets and liabilities of South Bridge Park Condominium Association, Inc., No. 2, South Bridge Park Condominium Association, Inc., No. 3, and South Bridge Park Condominium Association, Inc., No. 4 as of June 27, 2017,

d. That as of the date of adoption of the merger plan all the expenses for the units in all four (4) condominiums will be allocated on an equal basis, except that reserve accounts for the maintenance, repair and replacement of each condominium will remain allocated to each specific condominium administered by the surviving corporation;

e. That the effective date of the plan is June 27, 2017; and that this merger be submitted to a vote of each Association's membership on that date. Written notice of the merger proposal was provided by regular mail as required in each of the Associations' Bylaws to each member of each Association at least fourteen days prior to the members' meeting scheduled for each Association. The mailing notice and ballot set forth this proposed plan of merger. The members of South Bridge Park Condominium Association, Inc., No. 2, South Bridge Park Condominium Association, Inc., No. 3, and South Bridge Park Condominium Association, Inc., No. 4, and South Bridge Park Condominium Association, Inc., respectively, on June 27, 2017, voted by not less than a majority of the total votes of each Association at their respective meetings to approve the merger.

2. The date of adoption of the Plan of Merger by the membership was:

| <u>Name of Corporations</u> | <u>Date</u> |
|--|---------------|
| South Bridge Park Condominium Association, Inc. | June 27, 2017 |
| South Bridge Park Condominium Association, Inc., No. 2 | June 27, 2017 |
| South Bridge Park Condominium Association, Inc., No. 3 | June 27, 2017 |
| South Bridge Park Condominium Association, Inc., No. 4 | June 27, 2017 |

The Plan of Merger was adopted by not less than a majority vote of the membership of South Bridge Park Condominium Association, Inc., No. 2, of South Bridge Park Condominium Association, Inc., No. 3, of South Bridge Park Condominium Association, Inc., No. 4, and of South Bridge Park Condominium Association, Inc., pursuant to Section 617.1103.

3. As to each of the undersigned corporations, the number of outstanding members entitled to vote on such Plan, are as follows:

| <u>Name of Corporations</u> | <u>Number of Members Outstanding</u> |
|--|--------------------------------------|
| South Bridge Park Condominium Association, Inc. | <u>79</u> |
| South Bridge Park Condominium Association, Inc., No. 2 | <u>59</u> |
| South Bridge Park Condominium Association, Inc., No. 3 | <u>84</u> |
| South Bridge Park Condominium Association, Inc., No. 4 | <u>84</u> |

4. As to each of the undersigned corporations, the total number of votes for and against such Plan, respectively, are as follows:

| <u>Name of Corporations</u> | <u>Total Voted for</u> | <u>Total Voted against</u> |
|--|------------------------|----------------------------|
| South Bridge Park Condominium Association, Inc. | <u>79</u> | <u>0</u> |
| South Bridge Park Condominium Association, Inc., No. 2 | <u>47</u> | <u>12</u> |
| South Bridge Park Condominium Association, Inc., No. 3 | <u>71</u> | <u>13</u> |
| South Bridge Park Condominium Association, Inc., No. 4 | <u>77</u> | <u>7</u> |

IN WITNESS WHEREOF, said Association has caused this Plan of Merger to be signed in its name by the President of each Association involved in this Plan of Merger on this 27th day of June, 2017.

ATTEST:

South Bridge Park Condominium Association, Inc.

By: [Signature]
Wayne Roberts, as Secretary

By: [Signature]
Thomas Whittaker, as President

WITNESSES:

[Signature]
Print Name: Mark Lee

[Signature]
Print Name: James S. Grant

STATE OF FLORIDA
COUNTY OF SARASOTA

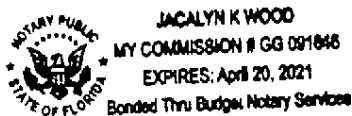
I HEREBY CERTIFY that on this day before me, a Notary Public in and for the State of Florida at large, personally appeared Thomas Whittaker, as President and Wayne Roberts, as Secretary, of South Bridge Park Condominium Association, Inc., and they acknowledged before me that they are such officers of said corporation; and they subscribed the above Plan of Merger on behalf of said corporation, and affixed thereto the corporate seal of said corporation; that they are authorized to execute said Plan of Merger and that the execution thereof is the free act and deed of said corporation. They are personally known to me or have produced their driver's licenses as identification and did not take an oath.

27th day of June, 2017. WITNESS my hand and official seal at Venice, Sarasota County, Florida this

[Signature]
Printed Name of Notary:

Notary Public
Commission # _____

My Commission Expires:



ATTEST:

South Bridge Park Condominium Association, Inc.,
No. 2

By: [Signature]
Sari Reegler, as Secretary

By: [Signature]
Thomas Whittaker, as President

WITNESSES:

[Signature]
Print Name: James S. Kraft

[Signature]
Print Name: Mark Reag

STATE OF FLORIDA
COUNTY OF SARASOTA

I HEREBY CERTIFY that on this day before me, a Notary Public in and for the State of Florida at large, personally appeared Thomas Whittaker, as President and Sari Reegler, as Secretary, of South Bridge Park Condominium Association, Inc. No. 2, and they acknowledged before me that they are such officers of said corporation; and they subscribed the above Plan of Merger on behalf of said corporation, and affixed thereto the corporate seal of said corporation; that they are authorized to execute said Plan of Merger and that the execution thereof is the free act and deed of said corporation. They are personally known to me or have produced their driver's licenses as identification and did not take an oath.

WITNESS my hand and official seal at Venice, Sarasota County, Florida this 27th day of June, 2017.

[Signature]
Printed Name of Notary: _____
Notary Public
Commission # _____

My Commission Expires:

ATTEST:

South Bridge Park Condominium Association, Inc.,
No. 3

By: Donna Hutchinson
Donna Hutchinson, as Secretary

By: Thomas Whittaker
Thomas Whittaker, as President

WITNESSES:

James S. Krant
Print Name: James S. Krant

Mark Reese
Print Name: Mark Reese

STATE OF FLORIDA
COUNTY OF SARASOTA

I HEREBY CERTIFY that on this day before me, a Notary Public in and for the State of Florida at large, personally appeared Thomas Whittaker, as President and Donna Hutchinson, as Secretary, of South Bridge Park Condominium Association, Inc. No. 3, and they acknowledged before me that they are such officers of said corporation; and they subscribed the above Plan of Merger on behalf of said corporation, and affixed thereto the corporate seal of said corporation; that they are authorized to execute said Plan of Merger and that the execution thereof is the free act and deed of said corporation. They are personally known to me or have produced their driver's licenses as identification and did not take an oath.

WITNESS my hand and official seal at Venice, Sarasota County, Florida this 27th day of June, 2017.

[Signature]
Printed Name of Notary:

Notary Public
Commission # _____

My Commission Expires:



ATTEST:

By:

William Mehserle, as Secretary

South Bridge Park Condominium Association,
Inc., No. 4

By:

Thomas Whittaker, as President

WITNESSES:

Print Name:

James S. Krut

Print Name:

Mark Reese

STATE OF FLORIDA
COUNTY OF SARASOTA

I HEREBY CERTIFY that on this day before me, a Notary Public in and for the State of Florida at large, personally appeared Thomas Whittaker, as President and William Mehserle, as Secretary of South Bridge Park Condominium Association, Inc., No. 4, and they acknowledged before me that they are such officers of said corporation; and they subscribed the above articles of merger on behalf of said corporation, and affixed thereto the corporate seal of said corporation; that they are authorized to execute said Plan of Merger and that the execution thereof is the free act and deed of said corporation. They are personally known to me or have produced their driver's licenses as identification and did not take an oath.

27th day of June, 2017. WITNESS my hand and official seal at Venice, Sarasota County, Florida this

[Signature]
Printed Name of Notary:

Notary Public

Commission # _____

My Commission Expires:

