

N11000000267

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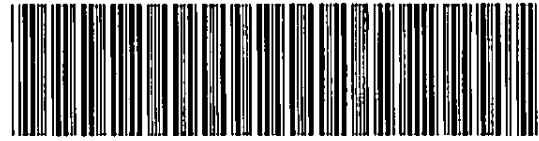
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SECRETARY OF STATE
JULIO ROSENTHAL
2021 MAY 12 AM 11:49

FILED

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**00789, 02975, 00671*



FLORIDA DEPARTMENT OF STATE
Division of Corporations

June 29, 2021

MARK E. ADAMCZYK, ESQ.
9130 GALLERIA COURT
SUITE 201
NAPLES, FL 34109

SUBJECT: LAKOYA AT LELY RESORT NEIGHBORHOOD ASSOCIATION,
INC.
Ref. Number: N11000000267

We have received your document for LAKOYA AT LELY RESORT NEIGHBORHOOD ASSOCIATION, INC. and your check(s) totaling \$288.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name of the person signing the document must be typed or printed beneath or opposite the signature.

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) 245-6823.

Annette Ramsey
OPS

Letter Number: 821A00014793



ADAMCZYK LAW FIRM, PLLC

REAL ESTATE, CONDO/HOA & BUSINESS LAW

MARK E. ADAMCZYK, ESQ.
MARK@ADAMCZYKLAWFIRM.COM

May 11, 2021

Via Federal Express Overnight

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

Re: Lakoya at Lely Resort Neighborhood Association, Inc. ("Surviving Corporation")
Filing of Articles of Merger and Plans of Merger

Dear Sir or Madam:

This Firm represents the above-referenced Surviving Corporation. The enclosed Articles of Merger and fee are submitted for filing. The Plans of Merger adopted by the members of the Surviving Corporation and the members of the merging corporations is attached to the Articles of Merger as composite Exhibit "A". There is one Surviving Corporation, and there are seven (7) merging corporations. The Plans of Merger for all corporations were adopted at duly-noticed meetings on March 5, 2021. There are no amendments to the Articles of the Surviving Corporation. As required by law, the Plans of Merger were approved by all corporations in the same manner necessary for approving amendments to their governing documents. The results of the votes are shown in the Articles of Merger, which has been signed by the presidents of all eight (8) participating corporations. Although the Plans of Merger indicate an effective date of January 1, 2021, we understand that the effective date of the merger will be the date this package is delivered to the Department of State pursuant to section 617.1105.

Please return all correspondence concerning this matter to my attention. My email, mailing address and phone number are included in this cover letter. For further information concerning this matter, please also direct those requests to my attention.

We are requesting a certified copy of the filing, and the applicable fee is enclosed. Thank you in advance for your prompt assistance.

Sincerely,

Mark E. Adamczyk, Esq.

FILED

2027 MAY 12 AM 11:49

SECRETARY OF STATE
CORPORATION SERVICES DIVISION

ARTICLES OF MERGER

Of

LAKOYA AT LELY RESORT NEIGHBORHOOD ASSOCIATION, INC. (the "Surviving Corporation")

AND

LAKOYA I SUB-NEIGHORHOOD ASSOCIATION, INC.
LAKOYA II SUB-NEIGHORHOOD ASSOCIATION, INC.
LAKOYA III SUB-NEIGHORHOOD ASSOCIATION, INC.
LAKOYA IV SUB-NEIGHORHOOD ASSOCIATION, INC.
LAKOYA V SUB-NEIGHORHOOD ASSOCIATION, INC.
LAKOYA VI SUB-NEIGHORHOOD ASSOCIATION, INC.
LAKOYA VII SUB-NEIGHORHOOD ASSOCIATION, INC.
(collectively, the "Merging Corporations")

Florida Not-For-Profit Corporations,

into/with

LAKOYA AT LELY RESORT NEIGHBORHOOD ASSOCIATION, INC.

A Florida not-For-Profit Corporation.

ARTICLES OF MERGER between LAKOYA I SUB-NEIGHORHOOD ASSOCIATION, INC., LAKOYA II SUB-NEIGHORHOOD ASSOCIATION, INC., LAKOYA III SUB-NEIGHORHOOD ASSOCIATION, INC., LAKOYA IV SUB-NEIGHORHOOD ASSOCIATION, INC., LAKOYA V SUB-NEIGHORHOOD ASSOCIATION, INC., LAKOYA VI SUB-NEIGHORHOOD ASSOCIATION, INC., and LAKOYA VII SUB-NEIGHORHOOD ASSOCIATION, INC. (collectively, the "Merging Corporations") and LAKOYA AT LELY RESORT NEIGHBORHOOD ASSOCIATION, INC. (the "Surviving Corporation").

Pursuant to Section 617.1105, Florida Statutes, the Surviving Corporation and the Merging Corporations hereby adopt the following Articles of Merger.

1. The Plan of Merger dated March 5, 2021 ("Plan of Merger") which Plan of Merger was approved and adopted by sufficient votes of the respective membership of the Merging Corporations and the Surviving Corporation, as follows:

Lakoya at Lely Resort Neighborhood Association, Inc. (Surviving Corporation)

Date of Meeting at Which Plan of Merger was Approved: March 5, 2021

Number of Votes In Favor of Plan of Merger: 283

Number of Votes In Opposition to Plan of Merger: 7

LAKOYA I SUB-NEIGHBORHOOD ASSOCIATION, INC. (Merging Corporation)

Date of Meeting at Which Plan of
Merger was Approved: March 5, 2021

Number of Votes In Favor of Plan of Merger: 36

Number of Votes In Opposition to Plan of Merger: 1

LAKOYA II SUB-NEIGHBORHOOD ASSOCIATION, INC. (Merging Corporation)

Date of Meeting at Which Plan of
Merger was Approved: March 5, 2021

Number of Votes In Favor of Plan of Merger: 53

Number of Votes In Opposition to Plan of Merger: 0

LAKOYA III SUB-NEIGHBORHOOD ASSOCIATION, INC. (Merging Corporation)

Date of Meeting at Which Plan of
Merger was Approved: March 5, 2021

Number of Votes In Favor of Plan of Merger: 27

Number of Votes In Opposition to Plan of Merger: 0

LAKOYA IV SUB-NEIGHBORHOOD ASSOCIATION, INC. (Merging Corporation)

Date of Meeting at Which Plan of
Merger was Approved: March 5, 2021

Number of Votes In Favor of Plan of Merger: 26

Number of Votes In Opposition to Plan of Merger: 1

LAKOYA V SUB-NEIGHBORHOOD ASSOCIATION, INC. (Merging Corporation)

Date of Meeting at Which Plan of Merger was Approved: March 5, 2021

Number of Votes In Favor of Plan of Merger: 36

Number of Votes In Opposition to Plan of Merger: 1

LAKOYA VI SUB-NEIGHBORHOOD ASSOCIATION, INC. (Merging Corporation)

Date of Meeting at Which Plan of Merger was Approved: March 5, 2021

Number of Votes In Favor of Plan of Merger: 71

Number of Votes In Opposition to Plan of Merger: 2

LAKOYA VII SUB-NEIGHBORHOOD ASSOCIATION, INC. (Merging Corporation)

Date of Meeting at Which Plan of Merger was Approved: March 5, 2021

Number of Votes In Favor of Plan of Merger: 43

Number of Votes In Opposition to Plan of Merger: 1

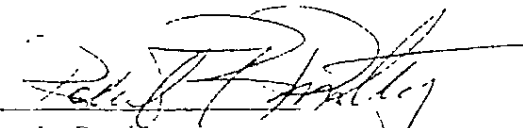
2. The Plans of Merger, adopted by the members of the Surviving Corporation and the Merging Corporations, is attached hereto as composite Exhibit A and incorporated by reference as in fully set forth herein.

3. Pursuant to s.617.1105(4) of the Act, the date and time of the effectiveness of the Merger shall be on the date that these Articles of Merger are delivered to the Florida Department of State.

3 Pursuant to s.617.1105(4) of the Act, the date and time of the effectiveness of the Merger shall be on the date that these Articles of Merger are delivered to the Florida Department of State

IN WITNESS WHEREOF, the parties have let their hands this 30th day of April, 2021.

Lakoya at Lely Resort Neighborhood Association, Inc.

By: 
Its President
Robert F. Priestley

Lakoya I Sub-Neighborhood Association, Inc.

By: _____
Its President

Lakoya II Sub-Neighborhood Association, Inc.


By: _____
Its President

IN WITNESS WHEREOF, the parties have let their hands this 30th day of April, 2021.

Lakoya at Lely Resort Neighborhood Association, Inc.

By: _____
Its President

Lakoya I Sub-Neighborhood Association, Inc.

By: 
Its President - SCOTT IDESON

Lakoya II Sub-Neighborhood Association, Inc.

By: _____
Its President

Lakoya III Sub-Neighborhood Association, Inc.

By: _____
Its President

Lakoya IV Sub-Neighborhood Association, Inc.

By: _____
Its President

Lakoya V Sub-Neighborhood Association, Inc.

By: _____
Its President

IN WITNESS WHEREOF, the parties have let their hands this 30th day of April, 2021.

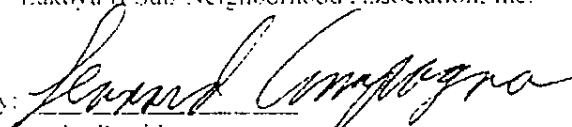
Lakoya at Lely Resort Neighborhood Association, Inc.

By: _____
Its President

Lakoya I Sub-Neighborhood Association, Inc.

By: _____
Its President

Lakoya II Sub-Neighborhood Association, Inc.

By:  _____
Its President - LEONARD CAMPAGNA

Lakoya III Sub-Neighborhood Association, Inc.

By: _____
Its President

Lakoya IV Sub-Neighborhood Association, Inc.

By: _____
Its President

Lakoya V Sub-Neighborhood Association, Inc.

By: _____
Its President

IN WITNESS WHEREOF, the parties have let their hands this 30th day of April, 2021.

Lakoya at Lely Resort Neighborhood Association, Inc.

By: _____
Its President

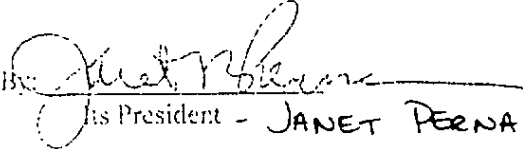
Lakoya I Sub-Neighborhood Association, Inc.

By: _____
Its President

Lakoya II Sub-Neighborhood Association, Inc.

By: _____
Its President

Lakoya III Sub-Neighborhood Association, Inc.

By:  _____
Its President - JANET PERNA

Lakoya IV Sub-Neighborhood Association, Inc.

By: _____
Its President

Lakoya V Sub-Neighborhood Association, Inc.

By: _____
Its President

IN WITNESS WHEREOF, the parties have let their hands this 30th day of April, 2021.

Lakoya at Lely Resort Neighborhood Association, Inc.

By: _____
Its President

Lakoya I Sub-Neighborhood Association, Inc.

By: _____
Its President

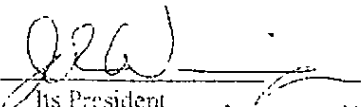
Lakoya II Sub-Neighborhood Association, Inc.

By: _____
Its President

Lakoya III Sub-Neighborhood Association, Inc.

By: _____
Its President

Lakoya IV Sub-Neighborhood Association, Inc.

By:  _____
Its President - JAMES WENNINGER

Lakoya V Sub-Neighborhood Association, Inc.

By: _____
Its President

IN WITNESS WHEREOF, the parties have let their hands this 30th day of April, 2021.

Lakoya at Lely Resort Neighborhood Association, Inc

By: _____
Its President

Lakoya I Sub-Neighborhood Association, Inc.

By: _____
Its President

Lakoya II Sub-Neighborhood Association, Inc.

By: _____
Its President

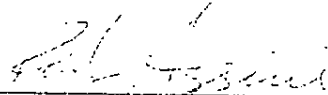
Lakoya III Sub-Neighborhood Association, Inc.

By: _____
Its President

Lakoya IV Sub-Neighborhood Association, Inc.

By: _____
Its President

Lakoya V Sub-Neighborhood Association, Inc

By: 
Its President - RICHARD ASSINI

BECAUSE SAID BODIES have let their hands be bound this 30th day of April
2021

Lakota I Sub-Neighborhood Association, Inc

By _____
Its President

Lakota I Sub-Neighborhood Association, Inc

By _____
Its President

Lakota II Sub-Neighborhood Association, Inc

By _____
Its President

Lakota III Sub-Neighborhood Association, Inc

By _____
Its President

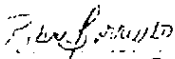
Lakota IV Sub-Neighborhood Association, Inc

By _____
Its President

Lakota V Sub-Neighborhood Association, Inc

By _____
Its President

Lakota VI Sub-Neighborhood Association, Inc

By 
Its President - Robin Borriello

Lakota VII Sub-Neighborhood Association, Inc

By _____
Its President

Lakoya III Sub-Neighborhood Association, Inc.

By: _____
Its President

Lakoya IV Sub-Neighborhood Association, Inc.

By: _____
Its President

Lakoya V Sub-Neighborhood Association, Inc.

By: _____
Its President

Lakoya VI Sub-Neighborhood Association, Inc.

By: _____
Its President

Lakoya VII Sub-Neighborhood Association, Inc.

By: _____
Its President

Robert F. Priestley
ROBERT PRIESTLEY

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:

<u>Name</u>	<u>Jurisdiction</u>
Lakoya at Lely Resort Neighborhood Association, Inc	Florida/ Doc No. N11000000267

The name and jurisdiction of each merging corporation:

<u>Name</u>	<u>Jurisdiction</u>
See "Other Provisions" Below	
_____	_____
_____	_____
_____	_____
_____	_____

The terms and conditions of the merger are as follows:

The merging corporations listed below in "Other Provisions", if approved by the corporations' members, are all eligible to merge into the surviving corporation listed above. Said merger shall be approved by the members of each merging corporation in the same manner needed for amendments to the corporation's articles of incorporation and Declarations of Covenants, Conditions and Restrictions. Upon any of the merging corporations listed successfully voting to merge with the surviving corporation, said merger shall be approved and accepted by the surviving corporation upon approval of this Plan of Merger in the same manner needed for amendments to the surviving corporation's articles of incorporation and Declaration of Covenants, Conditions and Restrictions. Any merger with a merging corporation will take effect January 1, 2021.

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

None.

Other provisions relating to the merger are as follows:

Lakoya I Sub-Neighborhood Association, Inc., Florida/ Doc No. N 11000000712
Lakoya II Sub-Neighborhood Association, Inc., Florida/ Doc No. N 11000000714
Lakoya III Sub-Neighborhood Association, Inc., Florida/ Doc No. N 11000000715
Lakoya IV Sub-Neighborhood Association, Inc., Florida/ Doc No. N 14000000334
Lakoya V Sub-Neighborhood Association, Inc., Florida/ Doc No. N 14000000333

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:

<u>Name</u>	<u>Jurisdiction</u>
Lakoya at Lely Resort Neighborhood Association, Inc	Florida/ Doc No. N1100000267

The name and jurisdiction of each merging corporation:

<u>Name</u>	<u>Jurisdiction</u>
Lakoya I Sub-Neighborhood Association, Inc.	Florida/ Doc No. N 1100000712
_____	_____
_____	_____
_____	_____
_____	_____

The terms and conditions of the merger are as follows:

The merging corporation listed above will merge into the surviving corporation listed above. Said merger shall be approved by the members of each association in the same manner needed for amendments to the associations' articles of incorporation and Declarations of Covenants, Conditions and Restrictions. The merger will take effect January 1, 2021.

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

None.

Other provisions relating to the merger are as follows:

None.

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:

<u>Name</u>	<u>Jurisdiction</u>
Lakoya at Lely Resort Neighborhood Association, Inc	Florida/ Doc No. N11000000267

The name and jurisdiction of each merging corporation:

<u>Name</u>	<u>Jurisdiction</u>
Lakoya II Sub-Neighborhood Association, Inc.	Florida/ Doc No. N 11000000714
_____	_____
_____	_____
_____	_____
_____	_____

The terms and conditions of the merger are as follows:

The merging corporation listed above will merge into the surviving corporation listed above. Said merger shall be approved by the members of each association in the same manner needed for amendments to the associations' articles of incorporation and Declarations of Covenants, Conditions and Restrictions. The merger will take effect January 1, 2021.

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

None.

Other provisions relating to the merger are as follows:

None.

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:

<u>Name</u>	<u>Jurisdiction</u>
Lakoya at Lely Resort Neighborhood Association, Inc _____	Florida Doc No. N11000000267 _____

The name and jurisdiction of each merging corporation:

<u>Name</u>	<u>Jurisdiction</u>
Lakoya III Sub-Neighborhood Association, Inc. _____	Florida Doc No. N 11000000715 _____
_____	_____
_____	_____
_____	_____
_____	_____

The terms and conditions of the merger are as follows:

The merging corporation listed above will merge into the surviving corporation listed above. Said merger shall be approved by the members of each association in the same manner needed for amendments to the associations' articles of incorporation and Declarations of Covenants, Conditions and Restrictions. The merger will take effect January 1, 2021.

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

None.

Other provisions relating to the merger are as follows:

None.

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:

<u>Name</u>	<u>Jurisdiction</u>
Lakoya at Lely Resort Neighborhood Association, Inc	Florida/ Doc No. N11000000267
_____	_____

The name and jurisdiction of each merging corporation:

<u>Name</u>	<u>Jurisdiction</u>
Lakoya IV Sub-Neighborhood Association, Inc.	Florida/ Doc No. N 14000000334
_____	_____
_____	_____
_____	_____
_____	_____
_____	_____

The terms and conditions of the merger are as follows:

The merging corporation listed above will merge into the surviving corporation listed above. Said merger shall be approved by the members of each association in the same manner needed for amendments to the associations' articles of incorporation and Declarations of Covenants, Conditions and Restrictions. The merger will take effect January 1, 2021.

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

None.

Other provisions relating to the merger are as follows:

None.

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:

<u>Name</u>	<u>Jurisdiction</u>
Lakoya at Lely Resort Neighborhood Association, Inc	Florida/ Doc No. N11000000267
_____	_____

The name and jurisdiction of each merging corporation:

<u>Name</u>	<u>Jurisdiction</u>
Lakoya V Sub-Neighborhood Association, Inc.	Florida/ Doc No. N 14000000333
_____	_____
_____	_____
_____	_____
_____	_____
_____	_____

The terms and conditions of the merger are as follows:

The merging corporation listed above will merge into the surviving corporation listed above. Said merger shall be approved by the members of each association in the same manner needed for amendments to the associations' articles of incorporation and Declarations of Covenants, Conditions and Restrictions. The merger will take effect January 1, 2021.

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

None.

Other provisions relating to the merger are as follows:

None.

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:

<u>Name</u>	<u>Jurisdiction</u>
Lakoya at Lely Resort Neighborhood Association, Inc. _____	Florida/ Doc No. N11000000267 _____

The name and jurisdiction of each merging corporation:

<u>Name</u>	<u>Jurisdiction</u>
Lakoya VI Sub-Neighborhood Association, Inc. _____	Florida/ Doc No. N 14000000338 _____
_____	_____
_____	_____
_____	_____
_____	_____

The terms and conditions of the merger are as follows:

The merging corporation listed above will merge into the surviving corporation listed above. Said merger shall be approved by the members of each association in the same manner needed for amendments to the associations' articles of incorporation and Declarations of Covenants, Conditions and Restrictions. The merger will take effect January 1, 2021.

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

None.

Other provisions relating to the merger are as follows:

None.

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:

<u>Name</u>	<u>Jurisdiction</u>
Lakoya at Lely Resort Neighborhood Association, Inc. _____	Florida/ Doc No. N11000000267 _____

The name and jurisdiction of each merging corporation:

<u>Name</u>	<u>Jurisdiction</u>
Lakoya VII Sub-Neighborhood Association, Inc. _____	Florida/ Doc No. N 14000000343 _____
_____	_____
_____	_____
_____	_____
_____	_____

The terms and conditions of the merger are as follows:

The merging corporation listed above will merge into the surviving corporation listed above. Said merger shall be approved by the members of each association in the same manner needed for amendments to the associations' articles of incorporation and Declarations of Covenants, Conditions and Restrictions. The merger will take effect January 1, 2021.

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

None

Other provisions relating to the merger are as follows: