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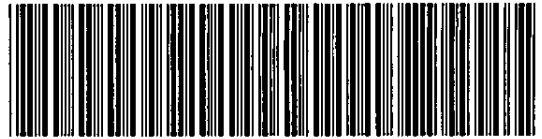
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Filing Merger

1.

Carolina Commons Owners' Association, Inc.
(CORPORATE NAME AND DOCUMENT #)

2.

(CORPORATE NAME AND DOCUMENT #)

3.

(CORPORATE NAME AND DOCUMENT #)

4.

(CORPORATE NAME AND DOCUMENT #)

5.

(CORPORATE NAME AND DOCUMENT #)

6.

(CORPORATE NAME AND DOCUMENT #)

**SPECIAL
INSTRUCTIONS:**

ARTICLES OF MERGER

FILED

The following Articles of Merger are being submitted in accordance with section 617.1105, Florida Statutes:

2015 SEP -4 PM 3:20
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FIRST: The names and addresses of the corporations which are merging are as follows:

Carolina Commons Owners' Association, Inc.
2950 9th Street North
Naples, Florida 34103

Vanderbilt Commons Owners' Association, Inc.
2950 9th Street North
Naples, Florida 34103

SECOND: The name and address of the surviving corporation is as follows:

Vanderbilt Commons Owners' Association, Inc.
2950 9th Street North
Naples, Florida 34103

THIRD: The Plan of Merger attached hereto meets the requirements of Section 617.1101, Florida Statutes, as the members of each corporation which is a party hereto are not entitled to vote on a Plan of Merger, and the Plan of Merger was unanimously adopted and approved by all three (3) of the members of the Board of Directors of each corporation that is a party to the merger on September 1, 2015.

FOURTH: The effective date of the merger shall be the date of filing of these Articles of Merger.

**CAROLINA COMMONS' OWNERS'
ASSOCIATION, INC.,** a Florida
not-for-profit corporation

By: Ralph R. Cioffi, Jr.
Ralph R. Cioffi, Jr., President

**VANDERBILT COMMONS' OWNERS'
ASSOCIATION, INC.,** a Florida
not-for-profit corporation

By: Ralph R. Cioffi, Jr.
Ralph R. Cioffi, Jr., President

PLAN OF MERGER

The following Plan of Merger has been adopted and approved by each party to the merger in accordance with Section 617.1101, Florida Statutes:

FIRST: The names of the corporations which are merging are as follows:

Carolina Commons Owners' Association, Inc., a Florida not-for-profit corporation, and
Vanderbilt Commons Owners' Association, Inc., a Florida not-for-profit corporation.

SECOND: The name of the surviving corporation is as follows:

Vanderbilt Commons Owners' Association, Inc., a Florida not-for-profit corporation.

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

Carolina Commons Owners' Association, Inc. shall be merged with and into Vanderbilt Commons Owners' Association, Inc. The existence of Carolina Commons Owners' Association, Inc. shall cease upon the filing of this Plan of Merger.

FOURTH: The Articles of Incorporation of the surviving corporation shall be affected by the merger as follows:

The Articles of Incorporation of Vanderbilt Commons Owners' Association, Inc. as now in force and effect shall be the Articles of Incorporation of Vanderbilt Commons Owners' Association, Inc. as it survives after the merger.

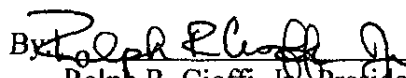
FIFTH: The membership of the merging corporation shall be affected by the merger as follows:

All of the members of Carolina Commons Owners' Association, Inc. shall become members of Vanderbilt Commons Owners' Association, Inc. upon the effective date of the merger.

SIXTH: The following additional provisions shall apply to this Plan of Merger:

All directors of Carolina Commons Owners' Association, Inc. and Vanderbilt Commons Owners' Association, Inc. have adopted and approved of the merger in accordance with Florida law. The effective date of the merger shall be the date of filing of the Articles of Merger to which this Plan of Merger is attached.

**CAROLINA COMMONS' OWNERS'
ASSOCIATION, INC.,** a Florida
not-for-profit corporation

By 
Ralph R. Cioffi, Jr., President

**VANDERBILT COMMONS' OWNERS'
ASSOCIATION, INC.,** a Florida
not-for-profit corporation

By 
Ralph R. Cioffi, Jr., President