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Division of Corporations

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MERGER OR SHARE EXCHANGE

Avenir Site Plan 3-POD 8 Neighborhood Association

Certificate of Status	1
Certified Copy	1
Page Count	05
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Avenir Site Plan 3-POD 8 Neighborhood Association, Inc. (Surviving Corporation)

Date of Members' Meeting at Which Plan of Merger was Approved: April 19, 2023

Number of Votes In Favor of Plan of Merger 98

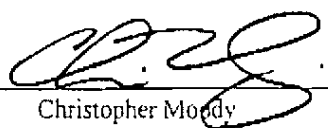
Number of Votes In Opposition to Plan of Merger 0

2. The Plan of Merger is attached hereto as Exhibit "A" and incorporated by reference as if fully set forth herein.

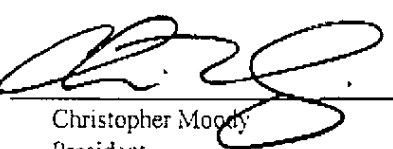
3. Pursuant to s. 617.1105(4) of the Act, the effective date of the merger shall be the date these Articles of Merger are filed with the Florida Department of State.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Merger on April 19, 2023.

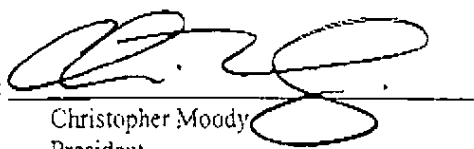
AVENIR SITE PLAN 3-POD 6 NEIGHBORHOOD
ASSOCIATION, INC.

By: 
Christopher Moody
Its: President

AVENIR SITE PLAN 3-POD 7 NEIGHBORHOOD
ASSOCIATION, INC.

By: 
Christopher Moody
Its: President

AVENIR SITE PLAN 3-POD 8 NEIGHBORHOOD
ASSOCIATION, INC.

By: 
Christopher Moody
Its: President

SECRETARY OF STATE
TALLAHASSEE, FL

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EXHIBIT "A"

PLAN OF MERGER

April 19, 2023

Merger between AVENIR SITE PLAN 3 - POD 6 NEIGHBORHOOD ASSOCIATION, INC. and AVENIR SITE PLAN 3 - POD 7 NEIGHBORHOOD ASSOCIATION, INC. (collectively, "Merging Corporations") and AVENIR SITE PLAN 3 - POD 8 NEIGHBORHOOD ASSOCIATION, INC. ("Surviving Corporation"). This Merger is being effected pursuant to this Plan of Merger ("Plan") in accordance with Section 617.1101 et seq. of the Florida Not-for-Profit Corporation Act (the "Act"). Pursuant to this Plan of Merger, the Surviving Corporation shall be Avenir Site Plan 3 - POD 8 Neighborhood Association, Inc.

1. Articles of Incorporation. The Articles of Incorporation of the Surviving Corporation, as amended as set forth in Exhibit "1" attached hereto, shall be the Articles of Incorporation of the Surviving Corporation until further amended as provided by law. The amendments to the Surviving Corporation's Articles of Incorporation, shall take effect on the Effective Date, which shall be the date that the Articles of Merger are filed with the Florida Department of State.

2. Effect of Merger. On the Effective Date, the separate existence of the Merging Corporations shall cease, and the Surviving Corporation shall be fully vested in the Merging Corporations' rights, privileges, immunities, powers, and franchises, subject to its restrictions, liabilities, disabilities, and duties, all as more particularly set forth in Section 617.1106 of the Act.

3. Supplemental Action. If at any time after the Effective Date, the Surviving Corporation shall determine that any further conveyances, agreements, documents, instruments, and assurances or any further action is necessary or desirable to carry out the provisions of this Plan, the appropriate officers of the Surviving Corporation or the Merging Corporations, as the case may be, whether past or remaining in office, shall execute and deliver, on the request of the Surviving Corporation, any and all proper conveyances, agreements, documents, instruments, and assurances and perform all necessary or proper acts, to vest, perfect, confirm, or record such title thereto in the Surviving Corporation, or to otherwise carry out the provisions of this Plan.

4. Filing with the Florida Department of State and Effective Date. Upon receiving the requisite approvals from the membership and Boards of Directors of the Surviving Corporation and the Merging Corporations for this Plan of Merger, the Surviving Corporation and the Merging Corporations shall cause their respective Presidents (or Vice Presidents) to execute Articles of Merger and this Plan of Merger shall become an exhibit to such Articles of Merger. Thereafter, such Articles of Merger shall be delivered for filing by the Surviving Corporation to the Florida Department of State. In accordance with Section 617.1105 of the Act, the Articles of Merger shall specify the Effective Date, which shall be the date the Articles of Merger are filed with the Florida Department of State.

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EXHIBIT "I"

**AMENDMENTS TO ARTICLES OF INCORPORATION
OF
AVENIR SITE PLAN 3 – POD 8 NEIGHBORHOOD ASSOCIATION, INC.
(A Florida Corporation Not For Profit)**

Additional language indicated by underlining.

Deleted language indicated by ~~hyphens~~.

**ARTICLE IV
POWERS**

The Association shall have the following powers and shall be governed by the following provisions:

[A, B and C. 1-6 not amended]

7. To provide, to the extent deemed necessary by the Board, any and all services and do any and all things which are incidental to or in furtherance of things listed above or to carry out the Association mandate to keep and maintain Avenir Site Plan 3 - POD 6, Avenir Site Plan 3 - POD 7 and Avenir Site Plan 3 - POD 8 in a proper and aesthetically pleasing condition and to provide the Owners with services, amenities, controls and enforcement which will enhance the quality of life at Avenir Site Plan 3 - POD 6, Avenir Site Plan 3 - POD 7 and Avenir Site Plan 3 - POD 8.

[remainder of Article IV not amended]

**ARTICLE V
MEMBERS AND VOTING**

The qualification of Members of the Association, the manner of their admission to membership, the manner of the termination of such membership and the manner of voting by Members shall be as follows:

[A through I not amended]

J. The Association shall be the "Member" (as such term is defined in the Master Declaration) of the Master Association and shall have the right to cast all votes attributable to Avenir Site Plan 3 - POD 6, Avenir Site Plan 3 - POD 7 and Avenir Site Plan 3 - POD 8 in a representative capacity on behalf of the Association and its Members. The "voting member" of the Master Association, on behalf of the Association and its Members, on all other matters requiring a vote of the Owners, shall be the President of the Association. In the absence of the President, the Directors shall designate any one of their number to serve as the "voting member" of the Master Association. The Association shall designate its "voting member" in writing to the Master Association prior to any vote taken therein.

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ARTICLE X
BOARD OF DIRECTORS

[A and B not amended]

C. Declarant intends that Avenir Site Plan 3 - POD 6, if and when developed, will contain up to two hundred and forty-five (245) Lots, Avenir Site Plan 3 - POD 7 if and when developed, will contain up to forty-seven (47) Lots and Avenir Site Plan 3 - POD 8, if and when ultimately developed, will contain up to ninety-eight (98) Lots with Homes constructed thereon (collectively, "Total Developed Lots") Notwithstanding the foregoing, however, Declarant has reserved the right in the Declaration to modify the plan of development for Avenir Site Plan 3 - POD 6, Avenir Site Plan 3 - POD 7 and Avenir Site Plan 3 - POD 8 and the right to, among other things, modify the site plan and the right to change the recreational facilities and amenities, if any, Home product types and the number of Homes to be constructed within Avenir Site Plan 3 - POD 6, Avenir Site Plan 3 - POD 7 and Avenir Site Plan 3 - POD 8 and/or the right to add land to Avenir Site Plan 3 - POD 6, Avenir Site Plan 3 - POD 7 and Avenir Site Plan 3 - POD 8 or to withdraw land from to Avenir Site Plan 3 - POD 6, Avenir Site Plan 3 - POD 7 and Avenir Site Plan 3 - POD 8 all in its sole and absolute discretion.

[remainder of Article X not amended]

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TALLAHASSEE, FL

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ARTICLES OF MERGER

of

AVENIR SITE PLAN 3-POD 6 NEIGHBORHOOD ASSOCIATION, INC.,
a Florida not for profit corporation. n21-804

and

AVENIR SITE PLAN 3-POD 7 NEIGHBORHOOD ASSOCIATION, INC.,
a Florida not for profit corporation n21-802

into/with

AVENIR SITE PLAN 3-POD 8 NEIGHBORHOOD ASSOCIATION, INC.,
a Florida not for profit corporation, n21-848

ARTICLES OF MERGER between Avenir Site Plan 3-POD 6 Neighborhood Association, Inc., a Florida not for profit corporation and Avenir Site Plan 3-POD 7 Neighborhood Association, Inc., a Florida not for profit corporation (collectively, "Merging Corporations") and Avenir Site Plan 3-POD 8 Neighborhood Association, Inc., a Florida not for profit corporation ("Surviving Corporation").

Pursuant to s. 617.1105 of the Florida Not-for-Profit Corporation Act (the "Act"), Avenir Site Plan 3-POD 6 Neighborhood Association, Inc., Avenir Site Plan 3-POD 7 Neighborhood Association, Inc. and Avenir Site Plan 3-POD 8 Neighborhood Association, Inc. adopt the following Articles of Merger.

1. The Plan of Merger dated April 19, 2023 ("Plan of Merger") was approved and adopted by sufficient votes of the respective membership of the Merging Corporation and the Surviving Corporation, as follows:

Avenir Site Plan 3-POD 6 Neighborhood Association, Inc. (Merging Corporation)

Date of Members' Meeting at Which Plan of Merger was Approved: April 19, 2023

Number of Votes In Favor of Plan of Merger 245

Number of Votes In Opposition to Plan of Merger 0

Avenir Site Plan 3-POD 7 Neighborhood Association, Inc. (Merging Corporation)

Date of Members' Meeting at Which Plan of Merger was Approved: April 19, 2023

Number of Votes In Favor of Plan of Merger 47

Number of Votes In Opposition to Plan of Merger 0

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