

172300001136  
 Division of Corporations  
 Florida Department of State  
 Division of Corporations  
 Electronic Filing Cover Sheet

**Note: Please print this page and use it as a cover sheet.** Type the fax audit number (shown below) on the top and bottom of all pages of the document.

((H23000049855 3)))



H230000498553ABC3

**Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page.**  
 Doing so will generate another cover sheet.

To:

Division of Corporations  
 Fax Number : (850)617-6380

From:

Account Name : LOWNDES, DROSDICK, DOSTER, KANTOR & REED, P.A.  
 Account Number : 072720000036  
 Phone : (407)843-4600  
 Fax Number : (786)901-8020  
 Attn: Tami D. Passley

**\*\*Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.\*\***

Email Address: \_\_\_\_\_

### MERGER OR SHARE EXCHANGE

**The Parkside at Ocoee Village Center Homeowners Asso**

Certificate of Status	0
Certified Copy	1
Page Count	03
Estimated Charge	\$78.75

Electronic Filing Menu

Corporate Filing Menu

Help

FILED

2023 FEB - 7 AM 10:11

CLERK OF STATE  
TALLAHASSEE, FL

**ARTICLES OF MERGER**  
**OF**  
**OCOEE VILLAGE (SOUTH) PROPERTY OWNERS' ASSOCIATION, INC.,**  
**a Florida not for profit corporation**  
**(document number N21000002778)**

**WITH AND INTO**

**THE PARKSIDE AT OCOEE VILLAGE CENTER**  
**HOMEOWNERS ASSOCIATION, INC.,**  
**a Florida not for profit corporation**  
**(document number N23000001136)**

Pursuant to Section 617.1105 of the Florida Not For Profit Corporation Act, Ocoee Village (South) Property Owners' Association, Inc., a Florida not for profit corporation, and The Parkside at Ocoee Village Center Homeowners Association, Inc., a Florida not for profit corporation, hereby adopt the following Articles of Merger for the purpose of effecting the merger of Ocoee Village (South) Property Owners' Association, Inc., a Florida not for profit corporation, with and into The Parkside at Ocoee Village Center Homeowners Association, Inc., a Florida not for profit corporation (the "Merger"):

**FIRST:** Pursuant to Sections 617.1101 and 617.1105 of the Florida Not for Profit Corporation Act, the Plan of Merger of Ocoee Village (South) Property Owners' Association, Inc., a Florida not for profit corporation (the "Merging Entity") with and into The Parkside at Ocoee Village Center Homeowners Association, Inc., a Florida not for profit corporation (the "Surviving Entity"), is as follows:

(1) At the Effective Time (as hereinafter defined), Merging Entity shall be merged with and into Surviving Entity (the "Merger") and Surviving Entity shall be the surviving company of the Merger.

(2) The terms and conditions of the Merger are as follows:

(a) The Surviving Entity shall continue in existence and shall possess all the rights, privileges, licenses, immunities and franchises, of a public as well as a private nature, of each of the parties to the Merger, and all property, real, personal or mixed, and all debts due on whatever account, and all other causes in action, and all and every other interest of or belonging to or due to each of the parties to the Merger shall be taken and deemed to be transferred to and vested in the Surviving Entity without further act or deed; and the title to any real estate, or any interest therein, vested in either party to the Merger shall not revert or be in any way impaired by reason of such Merger; and the Surviving Entity shall thenceforth be responsible and liable for all of the liabilities and obligations of each party to the Merger, and any claim existing or action or proceeding by or against either

party to the Merger may be prosecuted as if such Merger had not taken place, or the Surviving Entity may be substituted in its place, and neither the rights of creditors nor any liens upon the property of either party shall be impaired by the Merger.

(b) The Articles of Incorporation of Surviving Entity, as in effect immediately prior to the Effective Time, shall be the Articles of Incorporation of the Surviving Entity until thereafter amended as provided by applicable law.

(c) The Bylaws of Surviving Entity, as in effect immediately prior to the Effective Time, shall be the Bylaws of the Surviving Entity until thereafter amended as provided by law.

(d) The directors and officers of Surviving Entity immediately prior to the Effective Time shall be the directors and officers of the Surviving Entity until their successors are duly elected and qualified.

(3) The Merger shall become effective (the "Effective Time") upon the filing of Articles of Merger with the Division of Corporations of the Department of State of the State of Florida.

**SECOND:** Pursuant to the applicable provisions of the Florida Business Corporation Act and the Bylaws of Merging Corporation, the Board of Directors of the Merging Corporation approved the Merger by a Written Consent effective as of the 1st day of February, 2023, and the number of votes cast for approval was sufficient.

**THIRD:** Pursuant to the applicable provisions of the Florida Business Corporation Act and the Bylaws of Surviving Corporation, the Board of Directors of the Surviving Corporation approved the Merger by a Written Consent effective as of the 1st day of February, 2023, and the number of votes cast for approval was sufficient.

**FILED**  
2023 FEB - 7 AM 10:11  
DIVISION OF STATE  
TALLAHASSEE, FL

*[Signatures appear on the following page.]*

IN WITNESS WHEREOF, Surviving Entity and Merging Entity have caused these Articles of Merger to be signed on their behalf by their respective duly authorized representatives as of the 1 day of ~~January~~, 2023.

FEBRUARY

OCOE VILLAGE (SOUTH) PROPERTY  
OWNER'S ASSOCIATION, INC., a Florida not  
for profit corporation

By: Vishaal Gupta

Name: Vishaal Gupta

Title: President

THE PARKSIDE AT OCOEE VILLAGE  
HOMEOWNERS ASSOCIATION, INC., a  
Florida not for profit corporation

By: Vishaal Gupta

Name: Vishaal Gupta

Title: President

FILED

2023 FEB - 7 AM 10:11

CLERK OF STATE  
TALLAHASSEE, FL