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July 12, 2000

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-07/17/00--01134--025  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

Division of Corporations  
Attn: Filings  
Post Office Box 6327  
Tallahassee, FL 32314

Re: Articles of Merger -Lakeside Estates Master Community Association,  
Inc./Shannon Lakes Property Owners' Association, Inc.

Dear Sir Or Madam:

Please find enclosed with this letter Articles of Merger to be filed among the corporate records. Also enclosed is a check in the amount of \$70.00 to cover the filing fee.

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

Sincerely,

  
Helena Gutierrez Malchow

HGM/fms

cc: Lakeside Estates Master Community Association, Inc.  
Shannon Lakes Property Owners' Association, Inc.

FILED  
00 AUG 15 PM 9:55  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLES OF MERGER OF  
SHANNON LAKES PROPERTY OWNERS' ASSOCIATION, INC. INTO LAKESIDE ESTATES  
MASTER COMMUNITY ASSOCIATION, INC., A FLORIDA NON-PROFIT CORPORATION

Pursuant to the provisions of Section 617.1105, Florida Statutes, the undersigned Florida Non-profit corporations adopt the following Articles of Merger for the purpose of merging them into one corporation:

1. The following plan of merger was approved by the members of each the undersigned corporations in the manner prescribed by the Florida Statutes, the Articles of Incorporation and the Bylaws of each of said corporation, to wit:

As set forth in Plan of Merger, attached hereto as Exhibit "A" and by this reference expressly made a part of these Articles of Merger.

2. The name of the following corporation which is the party to the proposed merger is Shannon Lakes Property Owners' Association, Inc.

3. The surviving corporation in the case of the proposed merger is to be Lakeside Estates Master Community Association, Inc., a Florida nonprofit corporation.

4. The date of the adoption of the Plan of Merger by the members of each of the merging corporations was as follows:

Shannon Lakes Property Owners' Association, Inc. - February 17, 2000

That at such membership meeting of the merging corporation, a quorum of the members were present and that such Plan of Merger received at least two-thirds of the votes which the members of each corporation were present at such meeting or represented by proxy. The vote for the plan was as follows:

Shannon Lakes Property Owner's Association, Inc.	<u>FOR</u> <u>100</u>	<u>AGAINST</u> <u>0</u>
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5. The Plan of Merger was adopted by Lakeside Estates Master Community Homeowners' Association, Inc., the surviving corporation, on March 11, 1999. That at such membership meeting, a quorum of the members was present and that such Plan of Merger received at least two-thirds of the votes of the members were present at such meeting or represented by proxy. The vote for the plan was as follows:  
10 For 2 Against

6. The merger is to become effective upon the filing of these Articles of Merger with the Florida Department of State.

DATED this 30<sup>th</sup> Day of June, 2000.

FILED  
00 JUN 15 PM 9:55  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Lakeside Estates Master Community Association, Inc.

By: [Signature]  
Print: J. Larry Rutherford  
Title: President

Date: 6/30/00

By: [Signature]  
Print: KIMBALL D WOODBURY  
Title: Vice President


Date: 6/30/00

STATE OF FLORIDA  
COUNTY OF Miami-Dade

THIS FOREGOING INSTRUMENT was acknowledged before me this 30<sup>th</sup> day of June 2000, by J. LARRY RUTHERFORD And Kimball D. Woodbury, as President and Secretary respectively of Lakeside Estates Master Community Association, Inc., a Florida non-profit corporation, on behalf of the corporation.

[Signature]  
Notary Public, State of Florida, at large

My commission expires:

 Doris D Alderfer  
My Commission CC929687  
Expires April 20, 2004

Shannon Lakes Property Owners' Association, Inc.

By: [Signature]  
Print: JOHN P CRUZ  
Title: PRESIDENT

Date: April 27, 2000

By: [Signature]  
Print: CLAUDE L. MENDEZ  
Title: Vice President

Date: April 27, 2000

STATE OF FLORIDA  
COUNTY OF Osceola

Michelle A Chambers  
Michelle A. Chambers  
Treasurer

April 27, 2000

THIS FOREGOING INSTRUMENT was acknowledged before me this 27<sup>th</sup> day of April 2000, by Michelle Chambers John P Cruz, as President and Secretary respectively of Shannon Lakes Property Owners' Association, Inc., a Florida non-profit corporation, on behalf of the corporation.

 LAUREA VEGA  
COMMISSION # CC770850  
EXPIRES 07/29/2002  
BONDED THRU ASA 1-888-NOTARY1

[Signature]  
Notary Public, State of Florida, at large

My commission expires:

8/26/2002

FILED  
00 AUG 15 PM 9:55  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**RESOLUTION OF THE BOARD OF DIRECTORS OF  
SHANNON LAKES PROPERTY OWNERS' ASSOCIATION, INC.**

WHEREAS, at a duly-held meeting of the Members of Shannon Lakes Property Owners' Association, Inc., a Florida corporation not-for-profit, (the "Association") held Feb 17<sup>th</sup>, 2000, the proposed merger of the Association into Lakeside Estates Master Community Association, Inc., a Florida corporation not-for-profit ("Lakeside Master") was discussed; and

WHEREAS, in that the members of the Association deemed it in the best interest of the Association that the Association merge according to the terms of the Plan of Merger attached hereto (the "Plan"), the requisite two-thirds (2/3) of each class of membership of the Association approved the Plan, whereby Lakeside Master shall be the surviving corporation, exercising all powers previously exercised by the Association.

NOW, THEREFORE, it is hereby

RESOLVED, that the merger of the Association with Lakeside Master pursuant to the Plan is hereby adopted and approved; and

IT IS FURTHER RESOLVED, that the Association's property manager and legal counsel, together with the appropriate officers of this Association, are authorized and directed to prepare, execute, acknowledge, record and deliver in the name of the Association all documents and to take all actions they may deem necessary or advisable to carry out and accomplish the purposes of this Resolution, including, but not limited to, any necessary and appropriate amendments to the governing documents of the Association and the community.

Dated this 27<sup>th</sup> day of April, 2000, by the Directors of the Association:

John L. Camp - President  
Name & Title

Clarence L Henry - vice President  
Name & Title

Marshall A Chambers. G.W.M. 4/27/00 Treasurer  
Name & Title

CERTIFICATION

I hereby certify that the Resolution of the Board of Directors of the Shannon Lakes Property Owners' Association, Inc. (the "Association"), attached hereto dated April 27<sup>th</sup>, 2000, is true and correct and, upon its recording, shall be placed in the Minute Book of the Association.

Michelle A Chambliss  
Secretary