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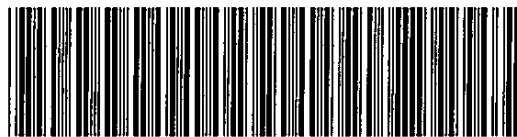
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PROUTY, THOMPSON & NAJMY, P.A.**

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LL.M.-T MASTERS IN TAXATION  
LL.M.-RP MASTERS IN REAL PROPERTY  
AND LAND DEVELOPMENT

April 9, 2007

REPLY TO:

Bradenton

Florida Department of State  
Division of Corporations  
Post Office Box 6327  
Tallahassee, FL 32314

Re: Not-for-profit Corporation Merger: THE VILLAGE AT BEEKMAN PLACE  
CONDOMINIUM ASSOCIATION, INC. :  
OFN: 6321-02

Dear Sir or Madam:

Enclosed please find the executed Articles of Merger and Plan of Merger for filing with your office, along with the \$105.00 filing fee (\$35.00 for each corporation). The name of the surviving corporation is "THE VILLAGE AT BEEKMAN PLACE CONDOMINIUM ASSOCIATION, INC." The attached documents show the merger of two (2) corporations (Village at Beekman Place Section 2 Condominium Association, Inc., and Village at Beekman Place Section 3 Condominium Association, Inc.) into the surviving corporation. Please note that the merger shall become effective as of July 1, 2007.

Please return all correspondence concerning this matter to the following:

**Richard A. Weller, Esquire**  
**Porges, Hamlin, Knowles, Prouty, Thompson & Najmy, P.A.**  
**1205 Manatee Avenue West**  
**Bradenton, Florida 34205**

For further information concerning this matter, please call:

**Richard A. Weller, Esquire**  
**941-748-3770**  
**Fax: 941-746-4160**  
**Email: [raw@phkplaw.com](mailto:raw@phkplaw.com)**

Please do not hesitate to call me if you have any questions or need additional information to complete this filing.

Sincerely,

A handwritten signature in black ink, appearing to read 'R. Weller', with a stylized flourish at the end.

Richard A. Weller  
Firm Associate

RAW;

Enclosures

Fax Audit No.:

**ARTICLES OF MERGER**  
**Not for Profit Corporation**

**I. The Surviving Corporation:**

THE VILLAGE AT BEEKMAN PLACE CONDOMINIUM ASSOCIATION, INC.,  
A FLORIDA NOT FOR PROFIT CORPORATION  
(Document Number N45917, the Surviving Corporation)

**II. The Merging Corporations:**

VILLAGE AT BEEKMAN PLACE SECTION 2 CONDOMINIUM ASSOCIATION, INC.,  
A FLORIDA NOT FOR PROFIT CORPORATION  
(Document Number N93000004943, a Merging Corporation)

VILLAGE AT BEEKMAN PLACE SECTION 3 CONDOMINIUM ASSOCIATION, INC.,  
A FLORIDA NOT FOR PROFIT CORPORATION  
(Document Number N96000001507, a Merging Corporation)

**III. The Plan of Merger is attached as Exhibit A.**

**IV. The merger shall become effective July 1, 2007.**

RECEIVED DATE  
7-1-07

**V. ADOPTION OF MERGER BY SURVIVING CORPORATION:**

The Plan of Merger was adopted by the members of the surviving corporation on March 29, 2007. The number of votes cast for the merger was sufficient for approval and the vote for the plan was as follows:

122 FOR 0 AGAINST

**VI. ADOPTION OF MERGER BY MERGING CORPORATIONS:**

The Plan of Merger was adopted by the members of the merging corporations on the dates listed below, the number of votes cast for the merger was sufficient for approval, and the vote for the plan was as follows:

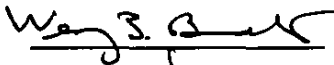
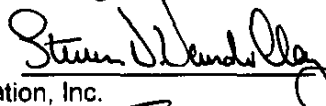
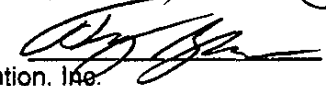
<u>Name of Merging Corporation</u>	<u>Date Adopted</u>	<u>Votes FOR</u>	<u>Votes AGAINST</u>
1. Village at Beekman Place Section 2 Condominium Association, Inc.	March 14, 2007	<u>19</u>	<u>1</u>
2. Village at Beekman Place Section 3 Condominium Association, Inc.	March 29, 2007	<u>25</u>	<u>0</u>

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TALLAHASSEE, FLORIDA

Fax Audit No.:

**VII. SIGNATURES FOR EACH CORPORATION**

<u>Name of Corporation</u>	<u>Signature of Officer</u>	<u>Printed Name and Title</u>
1. The Village at Beekman Place Condominium Association, Inc.		Wesley T. Grandhous PRESIDENT
2. Village at Beekman Place Section 2 Condominium Association, Inc.		Steven D. Vander Clay President
3. Village at Beekman Place Section 3 Condominium Association, Inc.		Troy Spruice PRESIDENT

PREPARED BY: Richard A. Weller, ESQ.  
FLORIDA BAR NO. 403466  
PORGES, HAMLIN, KNOWLES, PROUTY,  
THOMPSON & NAJMY, P.A.  
1205 MANATEE AVENUE WEST  
BRADENTON, FLORIDA 34205  
(941)748-3770

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**EXHIBIT "A"**

**PLAN OF MERGER**

THIS PLAN OF MERGER is by and between THE VILLAGE AT BEEKMAN PLACE CONDOMINIUM ASSOCIATION, INC. (the "Surviving Corporation"), a Florida not for profit corporation, and the following:

Merging Corporations:

1. VILLAGE AT BEEKMAN PLACE SECTION 2 CONDOMINIUM ASSOCIATION, INC., a Florida not for profit corporation;
2. VILLAGE AT BEEKMAN PLACE SECTION 3 CONDOMINIUM ASSOCIATION, INC., a Florida not for profit corporation;

(collectively referred to herein as the "Merging Corporations"). This Plan of Merger ("Plan") is being effected in accordance with § 617.1101 *et seq.* of the "Florida Not For Profit Corporation Act" (the "Act").

The terms and conditions of the merger are as follows:

1. The corporations are Florida not for profit corporations, operating the condominiums pursuant to the pertinent Declarations of Condominiums. The condominiums themselves are not being merged. The corporate entities described as the Merging Corporations are merging into the Surviving Corporation. The Surviving Corporation shall become the condominium association that operates condominiums that have historically been operated by the Merging Corporations, as well as other condominiums and common areas in the community.

2. Articles of Incorporation. The Articles of Incorporation of the Surviving Corporation, as previously amended and in effect immediately before the Effective Date of the Merger (the "Effective Date") shall be the Articles of Incorporation of the Surviving Corporation from and after the Effective Date until further amended as permitted by law. There shall be no amendments to the Articles of Incorporation pursuant to this Plan of Merger

3. By-Laws. The By-Laws of the Surviving Corporation, as may have been previously amended and in effect immediately before the Effective Date of the Merger (the "Effective Date"), have been amended as attached hereto as Exhibit "B." The number of votes required to approve the merger was sufficient to amend the Bylaws for the Merging Corporations and the Surviving Corporation.

4. Effect of Merger. On the Effective Date, the separate existence of all corporations comprising the Merging Corporations shall cease, except as may be required for carrying out the purposes of this Plan of Merger or as continued by statute, and the Surviving Corporation shall be fully vested in the Merging Corporations' rights, privileges, immunities, powers, franchises, assets, causes of action and interests of any kind, subject to its restrictions, debts due on any and all accounts, liabilities, disabilities, and duties, all as more particularly set forth in § 617.1106 of the Act. Such assets shall in effect become property of the Surviving Corporation and shall not revert or be in

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any way impaired by reason of the Merger. All rights of creditors and all liens on the property of the corporations shall be preserved unimpaired, and all debts, liabilities, and duties of the Merging Corporations shall henceforth attach to the Surviving Corporation and may be enforced against it to the same extent as if those debts, liabilities, and duties initially had been incurred or contracted by the Surviving Corporation. The Directors and Officers of the Surviving Corporation on the effective date of the merger shall continue as the Directors and Officers of the Surviving Corporation for the full unexpired terms of their offices and until their successors have been duly elected or appointed and qualified.

5. 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.

6. Filing With the Florida Department of State and Effective Date. Following the proper membership vote and execution of this Plan of Merger, each of the Merging Corporations and the Surviving Corporation shall cause their respective President (or Vice President) to execute Articles of Merger in the form attached to this Plan of Merger. Further, this Plan of Merger shall be deemed incorporated by reference into the Articles of Merger as if fully set forth in such Articles and 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 § 617.1105 of the Act, the Articles of Merger shall specify the "Effective Date". The Effective Date of this Merger shall be July 1, 2007.

7. Amendment and Waiver. Any of the terms or conditions of this Plan may be waived at any time prior to the filing of Articles of Merger by the Surviving Corporation or any one of the Merging Corporations which is entitled to the benefit thereof by action taken by the Board of Directors of such party, or may be amended or modified in whole or in part at any time by an agreement in writing executed in the same manner or at any time thereafter as long as such change is in accordance with § 617.1103 of the Act.

8. Termination. At any time before the Effective Date, this Plan may be terminated and the Plan of Merger abandoned by mutual consent of the Boards of Directors of the Surviving Corporation and all of the Merging Corporations.

9. Principal Office. The principal address of the surviving corporation shall be 4364 Edinbridge Circle, Mailbox 13, Sarasota, Florida 34235.

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IN WITNESS WHEREOF, the parties have set their hands this 29<sup>th</sup> day of March, 2007.

THE VILLAGE AT BEEKMAN PLACE  
CONDOMINIUM ASSOCIATION, INC.  
("Surviving Corporation")

Wesley T. Grandt  
WESLEY T. GRANDT, President

VILLAGE AT BEEKMAN PLACE SECTION 2  
CONDOMINIUM ASSOCIATION, INC.  
("Merging Corporation")

Steven D. Vander Clay  
Steven D. Vander Clay as President

VILLAGE AT BEEKMAN PLACE SECTION 3  
CONDOMINIUM ASSOCIATION, INC.  
("Merging Corporation")

Troy Spence  
Troy Spence, as President

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