

N94000000572

Division of Corporations

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DIVISION OF CORPORATIONS

MERGER OR SHARE EXCHANGE

THE INLETS AT RIVERDALE EAST, INC.

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TALLAHASSEE, FLORIDA

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Fax Audit No.: (((H03000343512 3)))

This Instrument Prepared by:
James A. Harrison, Esquire
Florida Bar No.: 304270
Porges, Hamlin, Knowles & Prouty, P.A.
1205 Manatee Avenue West
Bradenton, Florida 34205
941.748.3770

ARTICLES OF MERGER OF
THE INLETS AT RIVERDALE WEST, INC.,
A FLORIDA NOT FOR PROFIT CORPORATION

INTO

THE INLETS AT RIVERDALE EAST, INC.,
A FLORIDA NOT FOR PROFIT CORPORATION

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

THESE ARTICLES OF MERGER are between and among THE INLETS AT RIVERDALE WEST, INC., a Florida Not for Profit corporation (referred to herein as the "Disappearing Corporation") and THE INLETS AT RIVERDALE EAST, INC., a Florida Not for Profit corporation (referred to herein as the "Surviving Corporation"). The name of the Surviving Corporation is changed to "THE INLETS AT RIVERDALE NEIGHBORHOOD ASSOCIATION, INC." as outlined in the Plan of Merger attached hereto as Exhibit "A" and incorporated by reference as if fully set forth herein.

Pursuant to Florida Statute § 617.1105 of the Florida Business Corporation Act (the "Act"), the Surviving Corporation and the Disappearing Corporation adopt the following Articles of Merger:

1. The Plan of Merger was approved and adopted by the members of each of the following corporations on each of the following dates:

	<u>Name of Corporation</u>	<u>Vote in Favor of Merger</u>	<u>Date</u>
A.	The Inlets at Riverdale West, Inc. (Disappearing Corporation)	404 Yes 5 No	12/11/03
B.	The Inlets at Riverdale East, Inc. (Surviving Corporation)	700 Yes 1 No	12/11/03

2. The members of each of the above-referenced corporations were entitled to vote on the Plan of Merger and the number of votes taken by each of the members of each of the above-referenced corporations was sufficient for the passage of the approval of the merger.

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

4. Pursuant to Florida Statute § 617.1105(4) of the Act, the date of the effectiveness of the Merger shall be _____.

IN WITNESS WHEREOF, the parties have set their hands this 18th day of December, 2003.

THE INLETS AT RIVERDALE EAST, INC.
("Surviving Corporation")

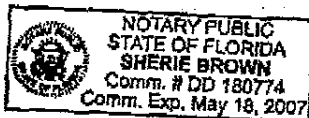
Kenneth Keating as President

STATE OF FLORIDA
COUNTY OF Manatee

The foregoing instrument was acknowledged before me this 18th day of December, 2003, by Kenneth Keating, who is (☒) personally known to me or (☐) who has produced _____ (type of identification).

Sherie Brown
Notary Public, State of Florida

My Commission Expires:



THE INLETS AT RIVERDALE WEST, INC.
("Disappearing Corporation")

Kenneth Keating as President

STATE OF FLORIDA
COUNTY OF Manatee

The foregoing instrument was acknowledged before me this 18th day of December, 2003, by Kenneth Keating, who is (☒) personally known to me or (☐) who has produced _____ (type of identification).

Sherie Brown
Notary Public, State of Florida

My Commission Expires:

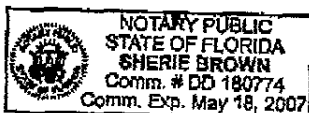


EXHIBIT "A"
PLAN OF MERGER

THIS IS A MERGER by and among THE INLETS AT RIVERDALE EAST, INC. (the "Surviving Corporation") and THE INLETS AT RIVERDALE WEST, INC., (the "Disappearing Corporation"). 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").

1. 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, with the exception of a name change, be the Articles of Incorporation of the Surviving Corporation from and after the Effective Date until further amended as permitted by law. The name of the Surviving Corporation shall be changed to THE INLETS AT RIVERDALE NEIGHBORHOOD ASSOCIATION, INC.

2. 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 and restated and are entitled By-Laws of the Inlets at Riverdale Neighborhood Association, Inc., a Corporation Not for Profit. The number of votes required to approve the merger was sufficient to amend the By-Laws for the Disappearing Corporation and the Surviving Corporation.

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

4. 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 Disappearing Corporation, as the case may be, whether past or remaining in office, shall execute and deliver, at 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.

5. Filing With the Florida Secretary of State and Effective Date. Following the proper membership vote and execution of this Plan of Merger, the Disappearing Corporation 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 Secretary of State.

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In accordance with § 617.1105 of the Act, the Articles of Merger shall specify the "Effective Date," which shall be the filing date of the Articles of Merger with the Secretary of State.

6. 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 the Disappearing Corporation 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.

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

8. Principal Office. The principal address of the surviving corporation shall be: 1205 Manatee Avenue West, Bradenton, Florida 34205.

IN WITNESS WHEREOF, the parties have set their hands this 18th day of December, 2003.

THE INLETS AT RIVERDALE EAST, INC.
("Surviving Corporation")

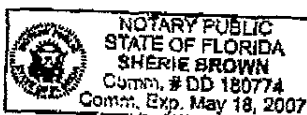
Kenneth Keating
Kenneth Keating, as President

STATE OF FLORIDA
COUNTY OF Manatee

The foregoing instrument was acknowledged before me this 18th day of December, 2003, by Kenneth Keating, who is (☒) personally known to me or (☐) who has produced _____ (type of identification).

Sherie Brown
Notary Public, State of Florida

My Commission Expires:



THE INLETS AT RIVERDALE WEST, INC.
("Disappearing Corporation")

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Fax Audit No.: (((H03000343512 3)))

Kenneth Keating as President

STATE OF FLORIDA
COUNTY OF Manatee

The foregoing instrument was acknowledged before me this 18th day of December, 2003, by Kenneth Keating, who is (☒) personally known to me or (☐) who has produced _____ (type of identification).

Sherie Brown
Notary Public, State of Florida

My Commission Expires:

