

ROETZEL & ANDRESS

A LEGAL PROFESSIONAL ASSOCIATION

850 PARK SHORE DRIVE
TRIANON CENTRE - THIRD FLOOR
NAPLES, FL 34103
941.649.2718 DIRECT
941.649.6200 MAIN
941.261.3659 FAX
sfalk@ralaw.com

N 95 000000/886

February 21, 2000

Secretary of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

**Re: Egret's Walk I Condominium Association, Inc.
Egret's Walk IV Condominium Association, Inc.
Egret's Walk Condominium Association, Inc.**

600003151816--4
-02/23/00--01001--016
****157.50 ****113.75

Dear Sir or Madam:

Enclosed please find the original Articles of Merger and attached Exhibit A for Egret's Walk I and IV Condominium Associations, Inc. and Egret's Walk Condominium Association, Inc. (not-for-profit corporations). Please file the Articles of Merger and send proof of same to our office as soon as possible in the return envelope provided for your convenience. Also enclosed is a check in the amount of \$157.50 to cover the filing fee for this transaction.

Thank you for your assistance regarding this matter. If you should have any questions or comments, please contact our office.

Very truly yours,

K. Famulare

Kathleen A. Famulare
Legal Secretary to
Steven M. Falk

/kaf
Enclosures.
310203_1

FILED
00 FEB 25 PM 12:04
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Merger

ARTICLES OF MERGER
Merger Sheet

MERGING:

EGRET'S WALK I CONDOMINIUM ASSOCIATION, INC., a Florida corporation,
N95000000184.

EGRET'S WALK IV CONDOMINIUM ASSOCIATION, INC., a Florida
corporation, N96000001380.

INTO

EGRET'S WALK CONDOMINIUM ASSOCIATION, INC., a Florida entity,
N95000001886

File date: February 25, 2000

Corporate Specialist: Thelma Lewis

ARTICLES OF MERGER

of

EGRET'S WALK I CONDOMINIUM ASSOCIATION, INC., a Florida Not-For-Profit Corporation and EGRET'S WALK IV CONDOMINIUM ASSOCIATION, INC., a Florida Not-For-Profit Corporation,

into/with

EGRET'S WALK CONDOMINIUM ASSOCIATION, INC., a Florida Not-For-Profit Corporation,

ARTICLES OF MERGER between EGRET'S WALK I CONDOMINIUM ASSOCIATION, INC., and EGRET'S WALK IV CONDOMINIUM ASSOCIATION, INC., Florida Not-for-Profit corporations ("Merging Corporations") and EGRET'S WALK CONDOMINIUM 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") EGRET'S WALK I CONDOMINIUM ASSOCIATION, INC., EGRET'S WALK IV CONDOMINIUM ASSOCIATION, INC. and EGRET'S WALK CONDOMINIUM ASSOCIATION, INC. adopt the following Articles of Merger.

1. The Plan of Merger attached hereto as Exhibit "A" was approved and adopted by sufficient votes of the respective membership of the Merging Corporations and the Surviving Corporation, as follows:

Egret's Walk Condominium Association, Inc. (Surviving Corporation)

Date of Special Members' Meeting at Which Plan of Merger was Approved:

10-04-99

Egrets Walk Condo IV

12-06-99

Number of Votes In Favor of Plan of Merger

53

28 for

Number of Votes In Opposition to Plan of Merger

1

2 opposed

Egret's Walk I Condominium Association, Inc. (Merging Corporation)

Date of Special Members' Meeting at Which Plan of Merger was Approved:

12-08-99

Number of Votes In Favor of Plan of Merger

24

Number of Votes In Opposition to Plan of Merger

0

FILED
00 FEB 25 PM 12:04
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Egret's Walk IV Condominium Association, Inc. (Merging Corporation)

Date of Special Members' Meeting at Which Plan of
Merger was Approved:

12/6/99

Number of Votes In Favor of Plan of Merger

28

Number of Votes In Opposition to Plan of Merger

2

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

3. Pursuant to s. 617.1105(4) of the Act, the date and time of the effectiveness of the Merger shall be on the filing of these Articles of Merger with the Secretary of State of Florida.

IN WITNESS WHEREOF, the parties have set their hands and seals on the dates set forth below.

EGRET'S WALK CONDOMINIUM
ASSOCIATION, INC. (SEAL)

By: Charles Kron
Charles Kron, President

Date: 1-26-00

EGRET'S WALK I CONDOMINIUM
ASSOCIATION, INC. (SEAL)

By: Jerry Carbone
Jerry Carbone, President

Date: 1-26-00

EGRET'S WALK IV CONDOMINIUM
ASSOCIATION, INC. (SEAL)

By: John Lord
John Lord, President

Date: 1/28/00

PLAN OF MERGER OF EGRET'S WALK I CONDOMINIUM ASSOCIATION, INC., AND
EGRET'S WALK IV CONDOMINIUM ASSOCIATION, INC., WITH EGRET'S WALK
CONDOMINIUM ASSOCIATION, INC.

Merger between Egret's Walk Condominium Association, Inc. which shall be known as the "Surviving Corp." and Egret's Walk I Condominium Association, Inc. and Egret's Walk IV Condominium Association, Inc. which shall be known as the "Merging Corps." (collectively the "Constituent Corporations"). 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 and the amendments to the Merging Corps. governing documents, the Surviving Corp. shall be Egret's Walk Condominium Association, Inc.

1. Articles of Incorporation. The Articles of Incorporation of Surviving Corp., as in effect immediately before the Effective Date shall be the Articles of Incorporation of the Surviving Corp. until further amended as provided by law.

2. Effect of Merger. On the Effective Date, the separate existence of Merging Corps. shall cease, and Surviving Corp. shall be fully vested in Merging Corps' 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 Surviving Corp. 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 Surviving Corp. or Merging Corps., as the case may be, whether past or remaining in office, shall execute and deliver, on the request of Surviving Corp., 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 Surviving Corp., or to otherwise carry out the provisions of this Plan.

4. Filing with the Florida Secretary of State and Effective Date. Upon receiving the requisite approvals from the membership and Boards of Directors of Surviving Corp. and Merging Corps. for this Plan of Merger, Merging Corps. and Surviving Corp. 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 Surviving Corp. to the Florida Secretary of State. In accordance with Section 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.

5. Termination. At any time before the Effective Date (whether before or after filing of Articles of Merger), this Plan may be terminated and the Merger abandoned by mutual consent of the Boards of Directors of both Constituent Corporations, notwithstanding favorable action by the members of the respective Constituent Corporations.

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EXHIBIT A