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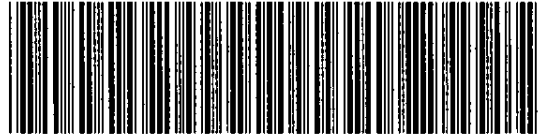
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merger  
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# TAYLOR & CARLS, P.A.

ATTORNEYS AND COUNSELORS AT LAW

7 FLORIDA PARK DRIVE NORTH, SUITE A

PALM COAST, FLORIDA 32137

HARRY W. CARLS  
ROBERT L. TAYLOR\*  
PATRICK C. HOWELL  
ELIZABETH A. LANHAM-PATRIE

TELEPHONE: (386) 446-5970

FAX: (386) 446-5938

GENE S. BOGER  
ROBYN SEVERS BRAUN  
RICHARD M. COLN  
JENNIFER M. SINCLAIR  
ERIK F. WHYNOT  
PAUL T. HINCKLEY

ORLANDO AREA OFFICE:  
850 CONCOURSE PARKWAY SOUTH  
SUITE 105

MAITLAND, FL 32751  
TELEPHONE: (407) 660-1040  
TOLL FREE: (800) 395-6235  
FAX: (407) 660-9422

\*Board Certified Real Estate Attorney

December 12, 2008

Amendment Section  
Division of Corporation  
P.O. Box 6327  
Tallahassee, FL 32314


**Re: Articles of Merger of The Crossings of Grand Haven Homeowners  
Association, Inc. And The Grand Haven Master Association, Inc.**

To Whom it May Concern:

Please find enclosed herewith the original Articles of Merger of The Crossings of Grand Haven Homeowners Association, Inc. And The Grand Haven Master Association, Inc. referenced above along with a check number 50332, made payable to the "Florida Department of State", in the amount of \$35.00; and another check number 6067 in the amount of \$35.00 representing payment for filing the above referenced Articles with the Secretary of State.

Please return all correspondence regarding this matter to the undersigned.

Sincerely,



Cassandra Ryals,  
Paralegal

/c:  
Enclosures

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2008 DEC 15 PM 12:45  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF MERGER**  
**OF**  
**THE CROSSINGS OF GRAND HAVEN HOMEOWNERS ASSOCIATION, INC.**  
**AND**  
**GRAND HAVEN MASTER ASSOCIATION, INC.**

The following Articles of Merger are submitted in accordance with the Florida Not For Profit Corporation Act pursuant to Section 617.1105, Florida Statutes.

**ARTICLE I**  
**Plan of Merger**

A copy of the Plan of Merger for The Crossings at Grand Haven Homeowners Association, Inc., and Grand Haven Master Association, Inc., both of which are Florida not-for-profit corporations, is hereto attached as **Exhibit "A"** (hereinafter "Plan of Merger").

**ARTICLE II**  
**Approval**

The Plan of Merger was adopted by the members of THE CROSSINGS AT GRAND HAVEN HOMEOWNERS ASSOCIATION, INC. at a Special Members' Meeting held on November 6, 2008. The number of votes cast in favor of the Plan of Merger was sufficient for approval. The vote for the Plan was as follows: 101 FOR , 0 AGAINST.

The members of GRAND HAVEN MASTER ASSOCIATION, INC. are not entitled to vote on the Plan of Merger. The Plan of Merger was adopted by the Board of Directors of GRAND HAVEN MASTER ASSOCIATION, INC., at a board meeting held on November 20, 2008. The number of directors in office was four (4). The number of votes cast in favor of the Plan of Merger was sufficient for approval. The vote for the Plan was as follows: 3 FOR, 0 AGAINST.

**ARTICLE III**  
**Effective Date**

The merger shall become effective on the date these Articles of Merger are filed with the Florida Department of State.

[DOCUMENT CONTINUES ON NEXT PAGE]

IN WITNESS WHEREOF, the undersigned have executed these Articles of Merger on the day and year written below.

**Grand Haven Master Association, Inc.,  
a Florida not-for-profit corporation**

By: Kendra O'Connor  
Kendra O'Connor  
(Print Name) As Its President  
17 Deerfield Court  
Palm Coast, FL 32137  
(Address)

Date: 12/9/08, 2008

**The Crossings at Grand Haven Homeowners Association, Inc.,  
a Florida not for profit corporation**

By: Nick Della Fave  
NICK DELLA FAVE  
(Print Name) As Its President  
26 CROSSING CT.  
PALM COAST - FL. 32137  
(Address)

Date: 12/9/08, 2008

# **EXHIBIT "A"**

## **PLAN OF MERGER**

**OF**

**THE CROSSINGS OF GRAND HAVEN HOMEOWNERS ASSOCIATION, INC.**

**AND**

**GRAND HAVEN MASTER ASSOCIATION, INC.**

This is a Plan of Merger for The Crossings at Grand Haven Homeowners Association, Inc., and The Grand Haven Master Association, Inc.

### **ARTICLE I**

#### **Constituent Corporations**

The name of each constituent corporation is The Crossings at Grand Haven Homeowners Association, Inc., and Grand Haven Master Association, Inc., both of which are Florida not-for-profit corporations (hereinafter collectively referred to as "Constituent Corporations").

### **ARTICLE II**

#### **Merger**

Pursuant to Section 617.1101, Florida Statutes, The Crossings at Grand Haven Homeowners Association, Inc., and Grand Haven Master Association, Inc., shall be merged into The Grand Haven Master Association, Inc., (hereinafter the "Merger").

### **ARTICLE III**

#### **Surviving Corporation**

The Grand Haven Master Association, Inc., shall be the surviving corporation of the Merger and shall continue to be named as Grand Haven Master Association, Inc., (hereinafter the "Surviving Corporation")

### **ARTICLE IV**

#### **Articles of Incorporation**

The Articles of Incorporation of Grand Haven Master Association, Inc., as in effect immediately prior to the Merger shall be the Articles of Incorporation of the Surviving Corporation until further amended as provided by law.

### **ARTICLE V**

#### **Directors and Officers**

The directors and officers of Grand Haven Master Association, Inc. immediately before the Merger, shall be the directors and officers of the Surviving Corporation immediately following the Merger.

## **ARTICLE VI**

### **Members**

The members of The Crossings at Grand Haven Homeowners Association, Inc. and Grand Haven Master Association, Inc. immediately before the Merger, shall all be members of the Surviving Corporation immediately following the Merger, and, without further action, shall possess all rights and obligations granted to members of the Surviving Corporation by its Articles of Incorporation and Bylaws.

## **ARTICLE VII**

### **Declarations**

The Merger shall not affect any provision, revocation, change or addition to any of the respective Declarations of Covenants, Conditions and Restrictions which were applicable to the properties managed and operated by each of the Constituent Corporations immediately before the Merger.

## **ARTICLE VIII**

### **Assets and Liabilities**

On the effective date of the Merger, the separate existence of the Constituent Corporations shall cease and the Surviving Corporation shall, without further action, possess all of their rights and privileges immediately preceding the Merger, and all of its rights pursuant to its Articles of Incorporation and Bylaws. All assets of any nature of the Constituent Corporations shall, without further action, be vested in the Surviving Corporation immediately following the Merger. Following the Merger, the Surviving Corporation shall be responsible for all liabilities and obligations of the Constituent Corporations. Any claim existing or action or proceeding pending against any of the Constituent Corporations may be continued as if the Merger did not occur or the Surviving Corporation may be substituted for the particular Constituent Corporation in any such proceeding. Neither the rights of creditors, nor any liens upon the property of the Constituent Corporations shall be impaired by the Merger.

## **ARTICLE IX**

### **Effective Date**

The Merger shall become effective on the date that the Articles of Merger are filed with the Florida Department of State.

## **ARTICLE X**

### **Abandonment**

Notwithstanding anything to the contrary herein contained, this Plan of Merger may be terminated and abandoned by either of the Constituent Corporations, at any time prior to the filing of the Articles of Merger with the Florida Department of State.