

N97000000501



ACCOUNT NO. : 072100000032

REFERENCE : 646736 11934A

AUTHORIZATION : *Patricia P. Pitt*

COST LIMIT : \$ 122.50

ORDER DATE : December 23, 1997

ORDER TIME : 11:36 AM

ORDER NO. : 646736-005

CUSTOMER NO: 11934A

700002380927--3

CUSTOMER: Ms. Joan Roman
Molloy & James
325 South Boulevard

Tampa, FL 33606

ARTICLES OF MERGER

ASHLEY OAKS HOMEOWNERS
ASSOCIATION, INC.

INTO

ASHLEY OAKS MASTER ASSOCIATION
INC.

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY

CONTACT PERSON: DANIEL LEGGETT

EXAMINER'S INITIALS: _____

FILED
97 DEC 30 AM 11:12
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
RECEIVED
97 DEC 23 PM 12:26
DIVISION OF CORPORATION

merger E N/C
KRC 12/30

N97000000501

ARTICLES OF MERGER
Merger Sheet

MERGING:

ASHLEY OAKS HOMEOWNERS ASSOCIATION, INC., a Florida corporation,
document number N16542

INTO

ASHLEY OAKS UNIT 3 HOMEOWNERS' ASSOCIATION, INC. which changed
its name to

ASHLEY OAKS MASTER ASSOCIATION, INC., a Florida corporation,
N97000000501

File date: December 30, 1997

Corporate Specialist: Karen Gibson

Account number: 072100000032

Account charged: 122.50



RESUBMIT

FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

Please give original
submission date as file date.

December 24, 1997

CSC
DANIEL LEGGETT
TALLAHASSEE, FL

SUBJECT: ASHLEY OAKS UNIT 3 HOMEOWNERS' ASSOCIATION, INC.
Ref. Number: N97000000501

We have received your document for ASHLEY OAKS UNIT 3 HOMEOWNERS' ASSOCIATION, INC. and the authorization to debit your account in the amount of \$122.50. However, the document has not been filed and is being returned for the following:

The date of adoption of each amendment must be included in the document.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6880.

Karen Gibson
Corporate Specialist

Letter Number: 497A00060281

RECEIVED
DIVISION OF CORPORATIONS

97 DEC 30 AM 8:39



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

September 11, 1997

CSC
CHRISTOPHER SMITH
TALLAHASSEE, FL

SUBJECT: ASHLEY OAKS UNIT 3 HOMEOWNERS' ASSOCIATION, INC.
Ref. Number: N97000000501

We have received your document for ASHLEY OAKS UNIT 3 HOMEOWNERS' ASSOCIATION, INC. and the authorization to debit your account in the amount of \$70.00. However, the document has not been filed and is being returned for the following:

IT MAY BE BEST TO START ALL OVER WITH THESE ARTICLES OF MERGER. THE NEW NAME OF THE SURVIVOR SHOULD BE MENTIONED ONLY ONCE, WHEN YOU STATE THAT THE NAME WILL CHANGE. IF ANY THING ELSE OTHER THAN THE NAME WILL CHANGE, AMENDED AND RESTATED ARTICLES OF THE SURVIVOR MUST BE SUBMITTED. A COPY OF THE ARTICLES OF INCORPORATION OF THE MERGING CORPORATION IS NOT SUFFICIENT.

IN #2A- BOTH CORPORATIONS SHALL NOT CEASE TO EXIST. ONE SHALL BE MERGED AND ONE SHALL SURVIVE.

TAKE OUT WORD "INITIAL" WHEN DESCRIBING OFFICERS, DIRECTORS & REGISTERED AGENT. THIS INFORMATION SHOULD BE IN THE RESTATED ARTICLES & THE WORD INITIAL DOES NOT APPLY.

The date of adoption of each amendment must be included in the document.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6880.

Karen Gibson
Corporate Specialist

Letter Number: 497A00045243



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

August 22, 1997

RESUBMIT

CSC
CHRISTOPHER SMITH
TALLAHASSEE, FL

Please give original
submission date as file date.

SUBJECT: ASHLEY OAKS UNIT 3 HOMEOWNERS' ASSOCIATION, INC.
Ref. Number: N97000000501

We have received your document for ASHLEY OAKS UNIT 3 HOMEOWNERS' ASSOCIATION, INC. and the authorization to debit your account in the amount of \$70.00. However, the document has not been filed and is being returned for the following:

IN THE MERGER IT STATES THAT THE ARTICLES OF THE MERGED CORPORATION SHALL BECOME THE ARTICLES OF THE SURVIVING CORPORATION. IN THIS CASE, A COPY OF THE RESTATED ARTICLES MUST BE ATTACHED AS AN EXHIBIT.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6880.

Karen Gibson
Corporate Specialist

Letter Number: 997A00042602

Restated articles attached.

RECEIVED
97 SEP 11 AM 10:47
DIVISION OF CORPORATION



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

August 11, 1997

CSC
CHRISTOPHER SMITH
TALLAHASSEE, FL

RESUBMIT

Please give original
submission date as file date.

SUBJECT: ASHLEY OAKS UNIT 3 HOMEOWNERS' ASSOCIATION, INC.
Ref. Number: N97000000501

We have received your document for ASHLEY OAKS UNIT 3 HOMEOWNERS' ASSOCIATION, INC. and the authorization to debit your account in the amount of \$70.00. However, the document has not been filed and is being returned for the following:

THE ARTICLES OF MERGER MUST SPECIFY THE NAME OF THE SURVIVING CORPORATION. THIS WOULD BE THE NAME BEFORE THE NAME CHANGE. IF THERE IS TO BE A NEW REGISTERED AGENT, PLEASE GIVE THE NAME AND ADDRESS OF THE NEW AGENT.

The registered agent must sign accepting the designation.

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation"); and the registered agent's signature.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6880.

Karen Gibson
Corporate Specialist

Letter Number: 497A00040573

RECEIVED

97 AUG 22 AM 10: 5

DIVISION OF CORPORATIONS



ACCOUNT NO. : 072100000032

REFERENCE : 491994 11934A

AUTHORIZATION :

Patricia Pappas

COST LIMIT : \$ 70

ORDER DATE : August 11, 1997

ORDER TIME : 9:14 AM

ORDER NO. : 491994-005

CUSTOMER NO: 11934A

CUSTOMER: Ms. Joan Roman
Molloy & James
325 South Boulevard

Tampa, FL 33606

300002262903--1

ARTICLES OF MERGER

ASHLEY OAKS UNIT 3
HOMEOWNERS' ASSOCIATION, INC.

INTO

ASHLEY OAKS MASTER
ASSOCIATION, INC.

RECEIVED
97 AUG 11 AM 9:56
DIVISION OF CORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

____ CERTIFIED COPY
XX PLAIN STAMPED COPY

CONTACT PERSON: Christopher Smith

EXAMINER'S INITIALS:

PRC
8/11

**Articles of Merger of
Ashley Oaks Unit 3 Homeowners' Association, Inc., and
Ashley Oaks Homeowners Association, Inc.**

FILED
97 DEC 30 AM 11:13
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I. Plan of Merger

This plan of merger is adopted pursuant to the provisions of Section 617.1101, Florida Statutes (1995), between Ashley Oaks Homeowners Association, Inc., a Florida corporation, and Ashley Oaks Unit 3 Homeowners' Association, Inc., a Florida corporation.

1. The names of the corporations proposing to merge are Ashley Oaks Homeowners Association, Inc., and Ashley Oaks Unit 3 Homeowners' Association, Inc. The name of the surviving corporation shall be Ashley Oaks Unit 3 Homeowners Association, Inc. which shall hereby change its name to Ashley Oaks Master Association, Inc.

2. The terms and conditions of consolidation are as follows:

a. The merger shall become effective upon filing of articles of merger from both corporations with the Department of State. Thereafter, Ashley Oaks Homeowners Association, Inc. shall cease to exist and be merged into the surviving corporation.

b. The officers of Ashley Oaks Unit 3 Homeowners' Association, Inc., shall be Gary Chapman as President; Robert Moody as Vice President and Leonard Terry Stanton as Secretary/Treasurer.

c. The Board of Directors of Ashley Oaks Unit 3 Homeowners' Association, Inc., shall be Gary Chapman, Terry Stanton, Robert Moody, and Ann McCabe.

d. The Articles of Incorporation of Ashley Oaks Unit 3 Homeowners' Association, Inc., shall become the Articles of Incorporation of Ashley Oaks Unit 3 Homeowners' Association, Inc.

e. Ashley Oaks Unit 3 Homeowners' Association, Inc., shall have all of the rights, privileges, immunities and franchises of Ashley Oaks Homeowners Association, Inc., and Ashley Oaks Unit 3 Homeowners' Association, Inc.; and all property of whatsoever kind, whether real, personal, intangible or mixed, and all debts due on any account, and all chosen in action, and each and every interest belonging to Ashley Oaks Homeowners Association, Inc., and Ashley Oaks Unit 3 Homeowners' Association, Inc, without further act or deed.

f. Ashley Oaks Unit 3 Homeowners' Association, Inc., shall be responsible and liable for all liabilities and obligations of Ashley Oaks Homeowners Association, Inc., and Ashley Oaks Unit 3 Homeowners' Association, Inc., and any existing claim or action or proceeding pending against either may be prosecuted as if no consolidation had been effected.

g. All Class "A" members of the Ashley Oaks Homeowners Association, Inc., and of the

Ashley Oaks Unit 3 Homeowners' Association, Inc., shall be Class "A" members of the Ashley Oaks Unit 3 Homeowners' Association, Inc. The Class "B" member of the Ashley Oaks Unit 3 Homeowners' Association, Inc., shall be the Class "B" member of the Ashley Oaks Master Association, Inc. Article V, Section 2 of the Declaration of Covenants, Conditions and Restrictions of Ashley Oaks Unit 3, recorded at O.R. Book 8523, page 0953 of the Public Records of Hillsborough County which states:

"The Class B member shall cast its votes with the majority of Class A votes, in all issues except financial matters such as but not limited to the following:

- a. Adoption of the budget, adoption of special assessments or other financial matters."

is specifically incorporated into the Articles of Merger.

h. The registered agent of the Ashley Oaks Unit 3 Homeowners' Association, Inc., shall be Gary Chapman, whose address is 306 E. Jackson St., Suite 7E, Tampa, Florida 33602.

i. Ashley Oaks Unit 3 Homeowners' Association, Inc., shall assume all duties and responsibilities of Ashley Oaks Homeowners Association, Inc., under the Declaration of Covenants, Conditions and Restrictions recorded at O.R. 4863, Page 223 of the Public Records of Hillsborough County, Florida, as amended, as said Declaration applies to Ashley Oaks Phase 1 as recorded at Plat Book 60, Page 24 of the Public Records of Hillsborough County, Florida, and Ashley Oaks Phase II as recorded at Plat Book 66, Page 17 of the Public Records of Hillsborough County, Florida.

j. Ashley Oaks Unit 3 Homeowners' Association, Inc., shall assume all duties and responsibilities of Ashley Oaks Unit 3 Homeowners' Association, Inc., under the Declaration of Covenants, Conditions and Restrictions for Ashley Oaks Unit 3 Homeowners' Association, Inc., recorded at O.R. 8523, Page 0953 of the public records of Hillsborough County, Florida, as amended.

k. The Bylaws of the Ashley Oaks Unit 3 Homeowners' Association, Inc., shall be the existing Bylaws of the Ashley Oaks Homeowners Association, Inc.

l. All committees of the Ashley Oaks Homeowners Association, Inc., including the Architectural Review Committee, shall be existing committees of the Ashley Oaks Unit 3 Homeowners' Association, Inc. Approval by the Architectural Control Committee shall not be required and shall not apply to new construction by Ashley Oaks Partners or a home builder performed prior to the issuance of a Certificate of Occupancy.

m. The rules and regulations of the Ashley Oaks Homeowners Association, Inc., shall become the existing rules and regulations of the Ashley Oaks Unit 3 Homeowners' Association, Inc.

3. The Articles of Incorporation of the surviving corporation, Ashley Oaks Unit 3 Homeowners' Association, Inc., shall be changed from the Articles of Incorporation of Ashley Oaks

Unit 3 Homeowners' Association, Inc., only in that the name of the corporation shall be Ashley Oaks Master Association, Inc. on December 29, 1997.

- 4.a. All property in Ashley Oaks Unit 3 shall remain subject to the Declaration of Covenants, Conditions and Restrictions of Ashley Oaks Unit 3 as recorded at O.R. Book 8523, Page 0953 of the public records of Hillsborough County.
- b. All property in Ashley Oaks Phase I and Ashley Oaks Phase II shall remain subject to the Declaration of Covenants, Conditions and Restrictions as recorded at O.R. 4863, Page 0223 of the public records of Hillsborough County.

II. Approval of Members

A. The Plan of Merger was adopted by the members of Ashley Oaks Homeowners Association, Inc., by written consent, without a meeting, and executed in accordance with Section 617.0701, Florida Statutes (1995), by a majority of the members of the Association, which is a number sufficient for approval. The vote on the Plan of Merger was 90 members in favor, 0 opposed, and 42 not returning votes. on December 29, 1997.

B. The Plan of Merger was adopted by the members of Ashley Oaks Unit 3 Homeowners' Association, Inc., by written consent, without a meeting, and executed in accordance with Section 617.0701, Florida Statutes (1995), by a majority of the members of the Association, which is a number sufficient for approval. The vote on the Plan of Merger was 71 members in favor, 0 opposed, and 5 not returning votes on December 29, 1997.

III. The effective date of this merger shall be upon delivery of these Articles of Merger to the Department of State. I hereby accept to act as registered agent and agree to comply with the provision of said Act relative to keeping open said office on December 29, 1997.

Ashley Oaks Homeowners Association, Inc., by

Gary I. Chapman
Gary Chapman, President / Registered Agent

7-17-97
Date

Leonard T. Stanton
Robert Moody, Secretary/Treasurer

7-17-97
Date

LEONARD T. STANTON
Ashley Oaks Unit 3 Homeowners' Association, Inc., by

Rogers Haydon
Rogers Haydon, President

7-17-97
Date

Judith James
Judith James, Secretary/Treasurer

7-17-97
Date