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**COVER LETTER**

**TO:** Amendment Section  
Division of Corporations

**SUBJECT:** Veranda At Doral Master Homeowners Association, Inc.  
(Name of Surviving Corporation)

The enclosed Articles of Merger and fee are submitted for filing.

Please return all correspondence concerning this matter to following:

James W. Earl, Esq.  
\_\_\_\_\_  
(Contact Person)

Glazer and Sachs, P.A.  
\_\_\_\_\_  
(Firm/Company)

3113 Stirling Road, Suite 201  
\_\_\_\_\_  
(Address)

Ft. Lauderdale, FL 33312  
\_\_\_\_\_  
(City/State and Zip Code)

For further information concerning this matter, please call:

James Earl \_\_\_\_\_ At ( 850 ) 445-5313  
(Name of Contact Person) (Area Code & Daytime Telephone Number)

Certified copy (optional) \$8.75 (Please send an additional copy of your document if a certified copy is requested)

**STREET ADDRESS:**  
Amendment Section  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, Florida 32301

**MAILING ADDRESS:**  
Amendment Section  
Division of Corporations  
P.O. Box 6327  
Tallahassee, Florida 32314

FILED  
MAY 17 2009  
12:46  
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**ARTICLES OF MERGER FOR VERANDA AT DORAL MASTER HOMEOWNERS ASSOCIATION, INC., VERANDA AT DORAL CONDOMINIUM NO. 1 ASSOCIATION, INC., VERANDA AT DORAL CONDOMINIUM NO. 2 ASSOCIATION, INC., VERANDA AT DORAL CONDOMINIUM NO. 3 ASSOCIATION, INC. AND VERANDA AT DORAL CONDOMINIUM NO. 4 ASSOCIATION, INC.**

WHEREAS, members of Veranda at Doral Condominium No. 1 Association, Inc., Veranda at Doral Condominium No. 2 Association, Inc., Veranda at Doral Condominium No. 3 Association, Inc., Veranda at Doral Condominium No. 4 Association, Inc. wish to merge their corporations in into Veranda at Doral Master Homeowners Association, Inc. in order to create multi-condominium association responsible for the operation of Veranda at Doral Condominium No.1, Veranda at Doral Condominium No. 2, Veranda at Doral Condominium Number No. 3 and Veranda at Doral Condominium No. 4 and the property subject to the Amended and Restated Declaration of Covenants, Conditions, Restrictions and Easements for Veranda at Doral Master Homeowners Association; and

WHEREAS the Declaration for Veranda at Doral Condominium No. 1 was originally recorded in the public records of Miami-Dade County, Florida at book 18781 and page 1022; and

WHEREAS the Declaration for Veranda at Doral Condominium No. 2 was originally recorded in the public records of Miami-Dade County, Florida at book 18916 and page 3618; and;

WHEREAS the Declaration for Veranda at Doral Condominium No. 3 was originally recorded in the public records of Miami-Dade County, Floria at book 18947 and page 4838; and

WHEREAS the Declaration for Veranda at Doral Condominium No. 4 was originally recorded in the public records of Miami-Dade County, Florida at book 18837 and page 2846; and

WHEREAS the Amended and Restated Declaration of Covenants, Conditions, Restrictions and Easements for Veranda at Doral Master Homeowners Association was originally recorded in the public records of Miami-Dade County, Florida at book 31413 and page 2019.

NOW THEREFORE, The following articles of merger are submitted in accordance with the Florida Not For Profit Corporation Act, pursuant to section 617.1105, Florida Statues:

I. SURVIVING CORPORATION

The surviving corporation shall be Veranda at Doral Master Homeowners Association, Inc. a Florida Not For Profit Corporation the Articles of Incorporation for which were filed on August 24, 1999, with the Florida Department of State and assigned document number N99000005054.

II. CORPORATIONS TO BE MERGED WITH THE SURVIVING CORPORATION

The following corporations shall be merged with Doral At Veranda Master Homeowners Association, Inc.

- A. Veranda at Doral Condominium No. 1 Association, Inc. a Florida Not For Profit Corporation the Articles of Incorporation for which were filed on August 12, 1999, with the Florida Department of State and assigned document number N99000004814.
- B. Veranda at Doral Condominium No. 2 Association, Inc. a Florida Not For Profit Corporation the Articles of Incorporation for which were filed on December 22, 1999, with the Florida Department of State and assigned document number N99000007546.
- C. Veranda at Doral Condominium No. 3 Association, Inc. a Florida Not For Profit Corporation the Articles of Incorporation for which were filed on January 18, 2000, with the Florida Department of State and assigned document number N00000000290.
- D. Veranda at Doral Condominium No. 4 Association, Inc. a Florida Not For Profit Corporation the Articles of Incorporation for which were filed on October 27, 1999, with the Florida Department of State and assigned document number N99000006388.

III. PLAN OF MERGER

Attached hereto is the Plan of Merger.

IV. EFFECTIVE DATE

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

V. ADOPTION OF MERGER BY SURVIVING CORPORATION

The plan of merger was adopted by the members of Veranda Doral Master Homeowners Association, Inc. on April 5, 2019. The number of votes cast for the merger was sufficient for approval and the vote for the plan was as follows: 98 FOR and 0 AGAINST

VI. ADOPTION OF MERGER BY MERGING CORPORATIONS

- A. The plan of merger was adopted by the members of Veranda at Doral Condominium No. 1 Association, Inc. on April 5, 2019. The number of votes cast for the merger was sufficient for approval and vote for the plan was as follows: 26 FOR and 0 AGAINST
- B. The plan of merger was adopted by the members of Veranda at Doral Condominium No. 2 Association, Inc. on April 3, 2019. The number of votes cast for the merger was sufficient for approval and vote for the plan was as follows: 25 FOR and 0 AGAINST
- C. The plan of merger was adopted by the members of Veranda at Doral Condominium No. 3 Association, Inc. on April 5, 2019. The number of votes

cast for the merger was sufficient for approval and vote for the plan was as follows: 25 FOR and 0 AGAINST

D. The plan of merger was adopted by the members of Veranda at Doral Condominium No. 4 Association, Inc. on April 5, 2019. The number of votes cast for the merger was sufficient for approval and vote for the plan was as follows: 26 FOR and 0 AGAINST

VII. SIGNATURES FOR EACH CORPORATION

**Veranda at Doral Master Homeowners Association, Inc.**

Paul Faure                      PAUL FAURE, President  
Signature                              Printed Name

**Veranda at Doral Condominium No. 1 Association, Inc.**

Maria Alejandra Rivera                      Maria Alejandra Rivera, President  
Signature                              Printed Name

**Veranda at Doral Condominium No. 2 Association, Inc.**

Luis E Davila                      Luis E Davila, President  
Signature                              Printed Name

**Veranda at Doral Condominium No. 3 Association, Inc.**

Paul Faure                      PAUL FAURE, President  
Signature                              Printed Name

**Veranda at Doral Condominium No. 4 Association, Inc.**

Adriel Argote                      Adriel Argote, President  
Signature                              Printed Name

STATE OF FLORIDA  
COUNTY OF MIAMI-DADE

The foregoing instrument was acknowledged before me on this 26 day of April 2019 by PAUL FAURE, President of Veranda at Doral Master Homeowners Association, Inc., Maria A. Rivera, President of Veranda at Doral Condominium No. 1 Association, Inc.,

Luis Davila, President of Veranda at Doral Condominium No. 2 Association, Inc.,  
Paul Fouse, President of Veranda at Doral Condominium No. 3, and Ariel Argote, President  
of Veranda at Doral Condominium No. 4 Association, Inc., Association, Inc. Each are personally  
known to me or have produced \_\_\_\_\_ as identification, and who did take  
an oath.

IN WITNESS WHEREOF, I have set my hand and seal in Miami-Dade County, Florida this 26  
day of April 2019

Maria D. Alvarez  
Signature of Notary Public State of Florida



**PLAN OF MERGER FOR VERANDA AT DORAL MASTER HOMEOWNERS ASSOCIATION, INC., VERANDA AT DORAL CONDOMINIUM NO. 1 ASSOCIATION, INC., VERANDA AT DORAL CONDOMINIUM NO. 2 ASSOCIATION, INC., VERANDA AT DORAL CONDOMINIUM NO. 3 ASSOCIATION, INC., AND VERANDA AT DORAL CONDOMINIUM NO. 4 ASSOCIATION, INC.**

The following plan of merger is submitted in compliance with section 617.1101, Florida Statutes.

- I. The surviving corporation shall be Veranda at Doral Master Homeowners Association, Inc. a Florida Not For Profit Corporation the Articles of Incorporation for which were filed on August 24, 1999, with the Florida Department of State and assigned document number N99000005054.
- II. The following corporations shall be merged with Doral At Veranda Master Homeowners Association, Inc.
  - a. Veranda at Doral Condominium No. 1 Association, Inc. a Florida Not For Profit Corporation the Articles of Incorporation for which were filed on August 12, 1999, with the Florida Department of State and assigned document number N99000004814.
  - b. Veranda at Doral Condominium No. 2 Association, Inc. a Florida Not For Profit Corporation the Articles of Incorporation for which were filed on December 22, 1999, with the Florida Department of State and assigned document number N99000007546.
  - c. Veranda at Doral Condominium No. 3 Association, Inc. a Florida Not For Profit Corporation the Articles of Incorporation for which were filed on January 18, 2000, with the Florida Department of State and assigned document number N00000000290.
  - d. Veranda at Doral Condominium No. 4 Association, Inc. a Florida Not For Profit Corporation the Articles of Incorporation for which were filed on October 27, 1999, with the Florida Department of State and assigned document number N99000006388.
- III. The terms and conditions of the merger as follows:
  - a. The plan of merger must be approved by the membership of Veranda at Doral Master Homeowners Association, Inc., Veranda at Doral Condominium No. 1 Association, Inc., Veranda at Doral Condominium No. 2 Association, Inc., Veranda at Doral Condominium No. 3 Association, Inc., Veranda at Doral Condominium No. 4 Association, Inc. as required by each association's governing documents and any applicable law of the State of Florida.
  - b. Articles of Merger must be executed by Veranda at Doral Master Homeowners Association, Inc., Veranda at Doral Master Homeowners Association, Inc., Veranda at Doral Condominium No. 1 Association, Inc., Veranda at Doral Condominium No. 2 Association, Inc., Veranda at Doral Condominium No. 3 Association, Inc., Veranda at Doral Condominium No. 4 Association, Inc.
  - c. Veranda at Doral Condominium No. 1 Association, Inc., Veranda at Doral Condominium No. 2 Association, Inc., Veranda at Doral Condominium No. 3 Association, Inc., Veranda at Doral Condominium No. 4 Association, Inc. all shall

merge into Veranda at Doral Master Homeowners Association, Inc., and thereafter cease to exist and each condominium association's articles of incorporation and bylaws shall be null and void.

- d. Veranda at Doral Master Homeowners Association, Inc., shall be operated as multi-condominium association as defined by Chapter 718 of the Florida Statutes, responsible for the operation of Veranda at Doral Condominium No.1, Veranda at Doral Condominium No. 2, Veranda at Doral Condominium Number No. 3 and Veranda at Doral Condominium No. 4 and the property subject to the Amended and Restated Declaration of Covenants, Conditions, Restrictions and Easements for Veranda at Doral Master Homeowners Association. Therefore, Amended and Restated Articles of Incorporation for Veranda at Doral Master Homeowners Association, Inc. and Amended and Restated Bylaws for Veranda at Doral Master Homeowners Association, Inc., shall be adopted.
  - e. The title to all funds, real estate and other property, or any interest therein, owned or held by Veranda at Doral Condominium No. 1 Association, Inc., Veranda at Doral Condominium No. 2 Association, Inc., Veranda at Doral Condominium No. 3 Association, Inc., or Veranda at Doral Condominium No. 4 Association, Inc. shall vest in Veranda at Doral Master Homeowners Association, Inc., without reversion or impairment.
  - f. Veranda at Doral Master Homeowners Association, Inc., shall be responsible and liable for all of the liabilities and obligations of Veranda at Doral Condominium No. 1 Association, Inc., Veranda at Doral Condominium No. 2 Association, Inc., Veranda at Doral Condominium No. 3 Association, Inc., and Veranda at Doral Condominium No. 4 Association, Inc.
  - g. Any claim existing or action or proceeding pending by or against or against Veranda at Doral Master Homeowners Association, Inc., Veranda at Doral Condominium No. 1 Association, Inc., Veranda at Doral Condominium No. 2 Association, Inc., Veranda at Doral Condominium No. 3 Association, Inc., or Veranda at Doral Condominium No. 4 Association, Inc. may be continued as if the merger did not occur or Veranda at Doral Master Homeowners Association, Inc. may be substituted in the proceeding.
  - h. Neither the rights of any creditor nor any liens upon the property of Veranda at Doral Master Homeowners Association, Inc., Veranda at Doral Condominium No. 1 Association, Inc., Veranda at Doral Condominium No. 2 Association, Inc., Veranda at Doral Condominium No. 3 Association, Inc., or Veranda at Doral Condominium No. 4 Association, Inc. shall be impaired by such merger:
- IV. In order to comply with the terms of the merger Amended and Restated Articles of Incorporation and amended and restated bylaws for be Doral At Veranda Master Homeowners Association, Inc. will be adopted subject to approval by the members of the Associations. Furthermore, each condominium's declaration will be amended, in order provide that the Doral At Veranda Master Homeowners Association, Inc. is the governing entity for each condominium. Should any of these amendments fail to be approved, the corporations will not be merged and the plan of merger will be of no effect.