

PD7000134968

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CORPORATION SERVICE COMPANY  
1201 Hays Street  
Tallahassee, FL 32301  
Phone: 850-558-1500

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ACCOUNT NO. : I20000000195  
REFERENCE : 352156 4365401  
AUTHORIZATION : *[Signature]*  
COST LIMIT : \$ 70.00

ORDER DATE : November 1, 2016  
ORDER TIME : 11:58 AM  
ORDER NO. : 352156-015  
CUSTOMER NO: 4365401

ARTICLES OF MERGER

WADE JURNEY HOMES OF FLORIDA,  
INC.

INTO

WADE JURNEY HOMES,  
INCORPORATED

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

\_\_\_\_ CERTIFIED COPY  
XX \_\_\_\_\_ PLAIN STAMPED COPY

CONTACT PERSON: Melissa Zender

EXAMINER'S INITIALS: \_\_\_\_\_

# ARTICLES OF MERGER

(Profit Corporations)

The following articles of merger are submitted in accordance with the Florida Business Corporation Act, pursuant to section 607.1105, Florida Statutes.

First: The name and jurisdiction of the surviving corporation:

<u>Name</u>	<u>Jurisdiction</u>	<u>Document Number</u> (If known/ applicable)
Wade Journey Homes, Incorporated	North Carolina	

Second: The name and jurisdiction of each merging corporation:

<u>Name</u>	<u>Jurisdiction</u>	<u>Document Number</u> (If known/ applicable)
Wade Journey Homes of Florida, Inc.	Florida	P07000134968

Third: The Plan of Merger is attached.

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

**OR**      /      /      (Enter a specific date. NOTE: An effective date cannot be prior to the date of filing or more than 90 days after merger file date.)

**Note:** If the date inserted in this block does not meet the applicable statutory filing requirements, this date will not be listed as the document's effective date on the Department of State's records.

Fifth: Adoption of Merger by surviving corporation - (COMPLETE ONLY ONE STATEMENT)

The Plan of Merger was adopted by the shareholders of the surviving corporation on November 1, 2016.

The Plan of Merger was adopted by the board of directors of the surviving corporation on \_\_\_\_\_ and shareholder approval was not required.

Sixth: Adoption of Merger by merging corporation(s) (COMPLETE ONLY ONE STATEMENT)

The Plan of Merger was adopted by the shareholders of the merging corporation(s) on November 1, 2016.

The Plan of Merger was adopted by the board of directors of the merging corporation(s) on \_\_\_\_\_ and shareholder approval was not required.

(Attach additional sheets if necessary)

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**Seventh: SIGNATURES FOR EACH CORPORATION**

Name of Corporation

Signature of an Officer or Director

Typed or Printed Name of Individual & Title

Wade Journey  
Homes, Incorporated

Paul F. Ziff  
Paul F. Ziff

**Wade G. Journey, Jr., President**

Wade Journey Homes  
of Florida, Inc.

Wade G. Journey, Jr. President

## **PLAN OF MERGER**

**(Non Subsidiaries)**

The following plan of merger is submitted in compliance with section 607.1101, Florida Statutes, and in accordance with the laws of any other applicable jurisdiction of incorporation.

**First:** The name and jurisdiction of the **surviving** corporation:

**Name**

**Jurisdiction**

Wade Journey Homes, Incorporated

North Carolina

**Second:** The name and jurisdiction of each **merging** corporation:

**Name**

**Jurisdiction**

Wade Journey Homes of Florida, Inc.

Florida

**Third:** The terms and conditions of the merger are as follows:

See attached.

**Fourth:** The manner and basis of converting the shares of each corporation into shares, obligations, or other securities of the surviving corporation or any other corporation or, in whole or in part, into cash or other property and the manner and basis of converting rights to acquire shares of each corporation into rights to acquire shares, obligations, or other securities of the surviving or any other corporation or, in whole or in part, into cash or other property are as follows:

*(Attach additional sheets if necessary)*

PLAN OF MERGER

OF

WADE JURNEY HOMES OF FLORIDA, INC.

(a Florida corporation and the merging limited liability company)

INTO AND WITH

WADE JURNEY HOMES, INCORPORATED

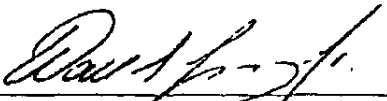
(a North Carolina corporation and the surviving limited liability company)

1. The name of the corporation which shall be the surviving corporation of the merger is WADE JURNEY HOMES, INCORPORATED, a North Carolina, which shall be the "Surviving Corporation," and the name of the corporation which shall merge into the Surviving Corporation is WADE JURNEY HOMES OF FLORIDA, INC., a Florida corporation, which shall be the "Merging Corporation".
2. On the effective date of the merger, the Merging Corporation shall merge into the Surviving Corporation and the corporate existence of the Merging Corporation shall cease. The stock of the Merging Corporation shall not be converted into stock of the Surviving Corporation or any other corporation or into cash or other property in whole or part. The stock of the Surviving Corporation will not be converted, exchanged or altered in any manner, but shall remain the stock of the Surviving Corporation.
3. Upon the effectiveness of the merger, the Articles of Organization of the Surviving Corporation shall remain the same and be in full force and effect.
4. Upon the merger becoming effective, all of the property, rights, privileges and assets of every kind of the Merging Corporation shall be transferred to and vested in the Surviving Corporation, and all of the liabilities and obligations of the Merging Corporation shall be assumed by the Surviving Corporation, without further act or deed.
5. The effective date of this merger shall be the close of business on the date the Articles of Merger relating to this merger are filed as required by law.

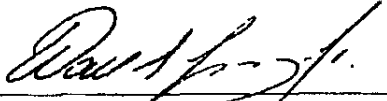
6. This Plan of Merger may be executed simultaneously in one or more counterparts, each of which shall be deemed an original and all of which, when taken together, constitute one and the same document. The signature of any party to any counterpart shall be deemed a signature to, and may be appended to, any other counterpart.

IN WITNESS WHEREOF, the undersigned have executed this Plan of Merger merging WADE JURNEY HOMES OF FLORIDA, INC., a Florida corporation and the merging corporation of the merger, and WADE JURNEY HOMES, INCORPORATED, a North Carolina corporation and the surviving corporation of the merger this 1st day of November, 2016.

WADE JURNEY HOMES  
OF FLORIDA, INC.  
a Florida corporation  
and the merging corporation

By:   
Name: Wade G. Journey, Jr.  
Title: President

WADE JURNEY HOMES,  
INCORPORATED  
a North Carolina and  
the surviving corporation

By:   
Name: Wade G. Journey, Jr.  
Title: President