

Division of Corporations

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Florida Department of State
Division of Corporations
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MERGER OR SHARE EXCHANGE**Westbury Little Harbour, Inc.**

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12-31-12

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Merger
12-28-12

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ARTICLES OF MERGER
OF
WESTBURY KINGS TOWN ONE, INC.
WITH AND INTO
WESTBURY LITTLE HARBOUR, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

EFFECTIVE DATE
12-31-12

The following Articles of Merger (these "Articles") are submitted in accordance with the Florida Business Corporation Act, pursuant to Sections 607.1101, 607.1103, and 607.1105, Florida Statutes:

1. The name, jurisdiction and document number of the merging corporation is as follows:

<u>Name of Merging Corporation</u>	<u>Jurisdiction</u>	<u>Document Number</u>
WESTBURY KINGS TOWN ONE, INC.	Florida	P10000100002

2. The name, jurisdiction and document number of the surviving corporation is as follows:

<u>Name of Surviving Corporation</u>	<u>Jurisdiction</u>	<u>Document Number</u>
WESTBURY LITTLE HARBOUR, INC.	Florida	P10000099971

3. The Plan of Merger setting forth the terms and conditions of the merger is attached to these Articles and incorporated herein by reference.

4. The merger shall be effective on December 31, 2012.

5. The Plan of Merger was unanimously approved and adopted by the Directors and sole Shareholder of the surviving corporation on December 28, 2012.

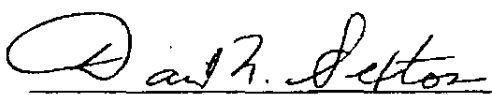
6. The Plan of Merger was unanimously approved and adopted by the Directors and sole Shareholder of the merging corporation on December 28, 2012.

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IN WITNESS WHEREOF, each of the undersigned corporations has caused these Articles to be executed this 28th day of December, 2012.

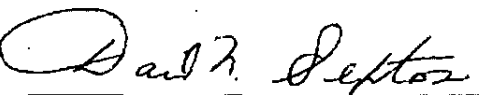
MERGING CORPORATION:

WESTBURY KINGS TOWN ONE, INC.

By: 
David N. Sexton, President

SURVIVING CORPORATION:

WESTBURY LITTLE HARBOUR, INC.

By: 
David N. Sexton, President

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**PLAN OF MERGER
OF
WESTBURY KINGS TOWN ONE, INC.
WITH AND INTO
WESTBURY LITTLE HARBOUR, INC.**

This Plan of Merger of WESTBURY KINGS TOWN ONE, INC. (the "Merging Corporation") with and into WESTBURY LITTLE HARBOUR, INC. (the "Surviving Corporation") is made pursuant to Section 607.1101 of the Florida Statutes and Section 368(a)(1)(A) of the Internal Revenue Code and is adopted as follows:

1. The name of each corporation planning to merge is: (i) WESTBURY KINGS TOWN ONE, INC., a Florida corporation; and (ii) WESTBURY LITTLE HARBOUR, INC., a Florida corporation. The Surviving Corporation shall be WESTBURY LITTLE HARBOUR, INC., a Florida corporation.

2. As to each corporation, the designation and number of authorized and outstanding shares of each class and series and the voting rights thereof are as follows:

<u>Name of Corporation</u>	<u>Authorized Shares</u>	<u>Class and Par Value</u>	<u>Outstanding Shares</u>
WESTBURY KINGS TOWN ONE, INC.	1,000	Voting Common, \$0.01 par value	100
WESTBURY LITTLE HARBOUR, INC.	1,000	Voting Common, \$0.01 par value	100

3. Upon the effective date of the merger, all of the issued and outstanding shares of WESTBURY KINGS TOWN ONE, INC., the Merging Corporation, shall be canceled without consideration. The shares of WESTBURY LITTLE HARBOUR, INC., the Surviving Corporation, shall remain as issued. WESTBURY LITTLE HARBOUR, INC., the Surviving Corporation, will not issue new shares as a result of the merger because the sole Shareholder of both the Merging Corporation and the Surviving Corporation are the same.

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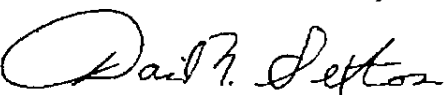
4. The effective date of the merger shall be December 31, 2012.

5. This Plan of Merger was duly and unanimously adopted by (i) the Directors and sole Shareholder of WESTBURY KINGS TOWN ONE, INC., the Merging Corporation, by written consent in lieu of a Special Meeting on December 28, 2012, and (i) the Directors and sole Shareholder of WESTBURY LITTLE HARBOUR, INC., the Surviving Corporation, by written consent in lieu of a Special Meeting on December 28, 2012.

IN WITNESS WHEREOF, this Plan of Merger was executed this 28th day of December, 2012.

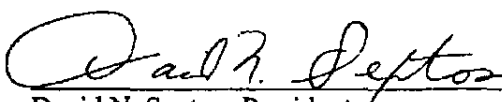
MERGING CORPORATION:

WESTBURY KINGS TOWN ONE, INC.

By: 
David N. Sexton, President

SURVIVING CORPORATION:

WESTBURY LITTLE HARBOUR, INC.

By: 
David N. Sexton, President

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