

P12000093608

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

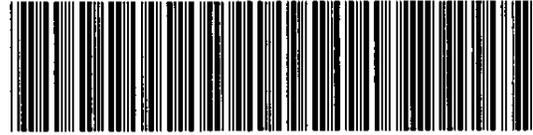
(Business Entity Name)

(Document Number)

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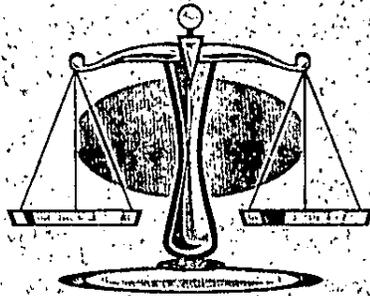
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FILED
2012 DEC 28 PM 12:20
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

merger

DEC 28 2012

T. LEWIS



WILLIAM D. ANDERSON, Jr., P.A.

Attorney at Law

2897 SE Ocean Blvd
Stuart, Florida 34996

PHONE: (772) 283-2411

FAX: (772) 283-2419

November 30, 2012

Amendment Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

Re: Palm Hill Merger

Dear Sir:

I have enclosed the following documents for your review:

1. Articles of Merger
2. Plan of Merger
3. ~~Articles of Amendment for Palm Hill, Inc.~~
4. ~~Articles of Incorporation for Palm Hill Holdings, Inc.~~
5. Check in the amount of \$708,75

Please file the Articles of Merger and send me a certified copy of the filing. Should you have any questions, please contact my office.

Yours truly,

A handwritten signature in black ink, appearing to read "W.D. Anderson, Jr.", written in a cursive style.

William D. Anderson, Jr.



FLORIDA DEPARTMENT OF STATE
Division of Corporations

December 13, 2012

WILLIAM D. ANDERSON, JR., ESQ.
WILLIAM D. ANDERSON, JR., P.A.
2897 SE OCEAN BLVD.
STUART, FL 34996

SUBJECT: PALM HILL, INC.
Ref. Number: P12000093608

We have received your document for PALM HILL, INC. and check(s) totaling \$708.50. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The Articles of Merger you submitted were prepared in compliance with section 607.1105, Florida Statutes. When merging a Florida corporation with other business entities the merger should comply with section, 607.1109, Florida Statutes. A merger form is enclosed.

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) 245-6050.

Thelma Lewis
Document Specialist Supervisor

Letter Number: 412A00029499

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF MERGER
(profit corporation)

The following articles of merger are submitted in accordance with the Florida Business Corporation Act, pursuant to Section 607.1109, Florida Statutes

First: The name and jurisdiction of the surviving corporation:

<u>Name</u>	<u>Jurisdiction</u>	<u>Document Number</u>
Palm Hill, Inc.	Florida	P 12000093608

Second: The name and jurisdiction of each merging corporation:

<u>Name</u>	<u>Jurisdiction</u>	<u>Document Number</u>
Global Innovative Properties, Inc.	Florida	P11000014949
HM Property Investments, LLC	Florida	L 08000112339
Treasure Coast Properties Investments, LLC	Florida	L 11000067465
Palm Hill Equipment, LLC	Florida	L 11000085040
Marlin Bay Property Investments, Inc.	Florida	P 11000093935
Marlin Bay Yacht Club, LLC	Florida	L 11000083233
NC Investment Properties, Inc.	Florida	P 12000024945
Gated Communities at Crest Mountain, LLC	North Carolina	C 201220900546
Gated Communities of Asheville, LLC	North Carolina	C 201207500193
River Dunes Investment Properties, LLC	North Carolina	C 201208700175
River Dunes Development, LLC	North Carolina	C 201227600918
River Dunes Marina, LLC	North Carolina	C 201227600877

River Dunes Harbor Association, LLC	North Carolina	C 201227600874
River Dunes Hospitality, LLC	North Carolina	C 201227600867
Bay River of Pamlico, LLC	North Carolina	C 201227600832
River Dunes Services, LLC	North Carolina	C 201227600863
River Dunes Conveyance, LLC	North Carolina	C 201227600850
River Dunes Land Holding, LLC	North Carolina	C 201227600847
River Dunes Two, LLC	North Carolina	C 201223400032

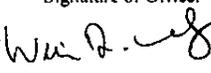
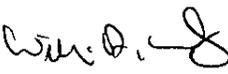
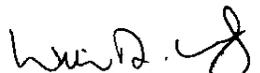
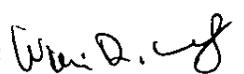
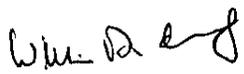
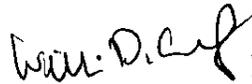
Third: The Plan of Merger is attached.

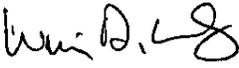
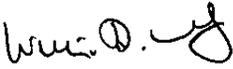
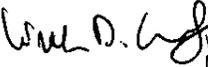
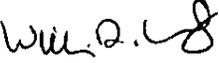
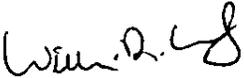
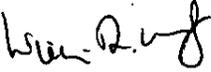
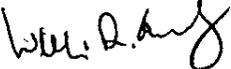
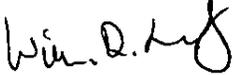
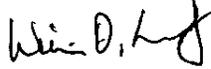
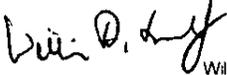
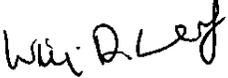
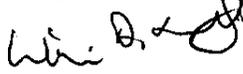
Fourth: The merger shall become effective on the date the Articles of Merger are filed with the Florida Department of State.

Fifth: Adoption of Merger by surviving corporation-

Sixth: Adoption of Merger by merging corporations:

Seventh: Signatures for each corporation

<u>Name of Corporation</u>	<u>Signature of Officer</u>	<u>Name & Title</u>
Global Innovative Properties, Inc.		William D. Anderson, Jr. VP
HM Property Investment, LLC		William D. Anderson, Jr., Mgr.
Treasure Coast Properties Investments, LLC		William D. Anderson, Jr. Mgr.
Marlin Bay Property Investments, Inc.		William D. Anderson, Jr. Mgr.
Marlin Bay Yacht Club, LLC		William D. Anderson, Jr. VP
North Carolina Investment Properties Inc.		William D. Anderson, Jr. Mgr
Gated Communities at Crest Mountain, LLC		William D. Anderson, Jr. VP

River Dunes Investment Properties, LLC		William D. Anderson, Jr. Mgr.
Gated Communities of Asheville, LLC		William D. Anderson, Jr. Mgr.
River Dunes Development, LLC		William D. Anderson, Jr. Mgr.
River Dunes Marina, LLC		William D. Anderson, Jr. Mgr.
River Dunes Harbor Association, LLC		William D. Anderson, Jr. Mgr.
River Dunes Hospitality, LLC		William D. Anderson, Jr. Mgr.
Bay River of Pamlico, LLC		William D. Anderson, Jr. Mgr.
River Dunes Services, LLC		William D. Anderson, Jr. Mgr.
River Dunes Conveyance, LLC		William D. Anderson, Jr. Mgr.
River Dunes Land Holding, LLC		William D. Anderson, Jr. Mgr.
River Dunes Two, LLC		William D. Anderson, Jr. Mgr.
Patm Hill Equipment, LLC		William D. Anderson, Jr. Mgr.

PLAN OF MERGER
(Non- subsidiaries)

The following plan of merger is submitted in compliance with Section 607.1109, Florida Statutes, and in accordance with the laws of any other applicable jurisdiction of incorporation.

First: The name and jurisdiction of the surviving corporation:

<u>Name</u>	<u>Jurisdiction</u>
Palm Hill, Inc.	Florida

Second: The name and jurisdiction of each merging corporation:

<u>Name</u>	<u>Jurisdiction</u>
Global Innovative Properties, Inc.	Florida
HM Property Investments, LLC	Florida
Treasure Coast Investment Properties, LLC	Florida
Palm Hill Equipment, LLC	Florida
Marlin Bay Property Investments, Inc	Florida
Marlin Bay Yacht Club, LLC	Florida
NC Investment Properties, Inc.	Florida
Gated Communities at Crest Mountain, LLC	North Carolina
Gated Communities of Asheville, LLC	North Carolina
River Dunes Investment Properties, LLC	North Carolina
River Dunes Development, LLC	North Carolina
River Dunes Marina, LLC	North Carolina

River Dunes Harbor Association, LLC	North Carolina
River Dunes Hospitality, LLC	North Carolina
Bay River of Pamlico, LLC	North Carolina
River Dunes Services, LLC	North Carolina
River Dunes Conveyance, LLC	North Carolina
River Dunes Land Holding, LLC	North Carolina
River Dunes Two, LLC	North Carolina

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

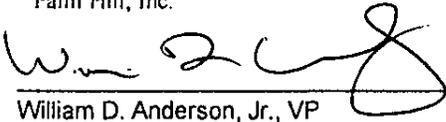
Complete merger of corporate interests, for simplicity of future income tax reporting. The merged and surviving corporations contain identical shareholders with the same ownership interests. No change in voting rights.

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:

The identical shareholders exist in the merged and surviving corporation. The ownership interests of the shareholders remains the same in the merged and surviving corporation. No minority shareholders are created by this merger. The merger was approved by the unanimous votes of all shareholders, officers, and directors of each of the merged and surviving corporation.

Adopted this 29th day of November, 2012.

Palm Hill, Inc.



William D. Anderson, Jr., VP