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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

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TALLAHASSEE, FLORIDA

J. SAULSBERRY
EXAMINER

MAR 25 2011

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: TURNER HERITAGE HOMES, INC. - Surviving Party of Merger

The enclosed Articles of Merger and fee(s) in the amount of \$315.00 are submitted for filing.

Please return all correspondence concerning this matter to:

Lee Allman
Phoenix Realty Partners, Inc.
502-C Capital Circle SE
Tallahassee, Florida 32301

E-mail address: leeallman@turnerheritage.com (to be used for future annual report notification)

For further information concerning this matter, please call: Lee Allman at (850) 656-4663

Please provide a Certified copy – the above fees include \$30.00 for this item.

STREET ADDRESS:
Registration Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

MAILING ADDRESS:
Registration Section
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

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TALLAHASSEE, FLORIDA

Articles of Merger (Profit Corporations)

The following Articles of Merger is submitted to merge the following Florida Limited Liability Companies and Domestic Corporations in accordance with applicable Florida Statutes.

FIRST: The name, entity type, and jurisdiction for each **merging** party are as follows:

<u>Name</u>	<u>Jurisdiction</u>	<u>Form/Entity Type</u>
Turner Land Enterprises, LLC.	Florida	Limited Liability Company
Turner LL, LLC.	Florida	Limited Liability Company
Summerchase, LLC.	Florida	Limited Liability Company
Northside Homes, LLC.	Florida	Limited Liability Company
South County Homes, LLC.	Florida	Limited Liability Company
Turner Heritage Homes of Destin, LLC.	Florida	Limited Liability Company
Freeport Builders, LLC.	Florida	Limited Liability Company
Wakulla Builders, LLC.	Florida	Limited Liability Company
Mission Overlook, LLC.	Florida	Limited Liability Company
T & D Enterprises, LLC.	Florida	Limited Liability Company

SECOND: The name, entity type, and jurisdiction of the **surviving** party are as follows:

<u>Name</u>	<u>Jurisdiction</u>	<u>Form/Entity Type</u>
Turner Heritage Homes, Inc.	Florida	Domestic Corporation

THIRD: The Plan of Merger is attached.

FOURTH: Adoption of Merger by merging corporations:

The attached plan of merger was approved by each domestic corporation and limited liability company that is a party to the merger in accordance with the applicable provisions of Chapters 607, 608, 617, and/or 620, Florida Statutes.

FIFTH: Adoption of Merger by surviving corporation:

The attached plan of merger was approved by each other business entity that is a party to the merger in accordance with the applicable laws of the state, country or jurisdiction under which such other business entity is formed, organized or incorporated.

SIXTH: The effective date of the merger is April 1, 2011.

SEVENTH: Signatures for Each Party:

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<u>Name of Entity/Organization:</u>	<u>Signature(s):</u>	<u>Typed or Printed Name of Individual:</u>
Turner Heritage Homes, Inc.	<u>Lee Allman</u>	Lee Allman
Turner Land Enterprises, LLC.	<u>Lee Allman</u>	Lee Allman
Turner LL, LLC.	<u>Lee Allman</u>	Lee Allman
Summerchase, LLC.	<u>Lee Allman</u>	Lee Allman
Northside Homes, LLC.	<u>Lee Allman</u>	Lee Allman
South County Homes, LLC.	<u>Lee Allman</u>	Lee Allman
Turner Heritage Homes of Destin, LLC.	<u>Lee Allman</u>	Lee Allman
Freeport Builders, LLC.	<u>Lee Allman</u>	Lee Allman
Wakulla Builders, LLC.	<u>Lee Allman</u>	Lee Allman
Mission Overlook, LLC.	<u>Lee Allman</u>	Lee Allman
T & D Enterprises, LLC.	<u>Lee Allman</u>	Lee Allman

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PLAN OF MERGER

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

FIRST: The name, entity type, and jurisdiction of the surviving party are as follows:

<u>Name</u>	<u>Jurisdiction</u>	<u>Form/Entity Type</u>
Turner Heritage Homes, Inc.	Florida	Domestic Corporation

SECOND: The name, entity type, and jurisdiction for each merging party are as follows:

<u>Name</u>	<u>Jurisdiction</u>	<u>Form/Entity Type</u>
Turner Land Enterprises, LLC.	Florida	Limited Liability Company
Turner LL, LLC.	Florida	Limited Liability Company
Summerchase, LLC.	Florida	Limited Liability Company
Northside Homes, LLC.	Florida	Limited Liability Company
South County Homes, LLC.	Florida	Limited Liability Company
Turner Heritage Homes of Destin, LLC.	Florida	Limited Liability Company
Freeport Builders, LLC.	Florida	Limited Liability Company
Wakulla Builders, LLC.	Florida	Limited Liability Company
Mission Overlook, LLC.	Florida	Limited Liability Company
T & D Enterprises, LLC.	Florida	Limited Liability Company

THIRD: The terms and conditions of the merger are as follows:

Each of the merging parties shall be merged into Turner Heritage Homes, Inc., which shall be the surviving entity and shall continue to be known as Turner Heritage Homes, Inc. All rights, title and interest of the merging parties shall now belong to Turner Heritage Homes, Inc.

FOURTH: The manner and basis of converting membership interests of the merging limited liability companies or shares of the domestic corporations for shares, obligations, or other securities of the surviving corporation:

All of the merging parties are wholly-owned by the surviving corporation. Accordingly, no additional consideration will be given. All of the assets of each of the merging parties will hereafter be owned by Turner Heritage Homes, Inc., the surviving party.

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