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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

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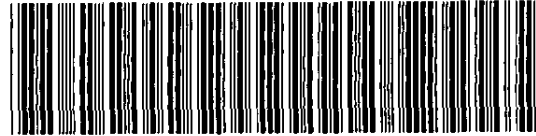
(Business Entity Name)

(Document Number)

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11 MAY - 5 PM 12: 59

DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

FILED

SECRETARY OF STATE
DIVISION OF CORPORATIONS

11 MAY - 5 PM 4: 26

B. KOHR

MAY - 6 2011

EXAMINER

FLORIDA DEPARTMENT OF STATE
DIVISION OF CORPORATIONS

Attached is a form to file Articles of Merger pursuant to Florida Statutes.

Filing Fees: A total of \$90.00 is enclosed payable to the Florida Department of State, which fees are comprised of \$25.00 for the Limited Liability Company, plus \$35.00 for the Surviving Corporation, plus \$30.00 for a Certified Copy.

Please include a cover letter containing your telephone number, return address and certification requirements, or complete the attached cover letter.

Mailing Address

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

Street Address

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

For further information, you may contact the Registration Section at (850) 245-6051.

11 MAY -5 PM 4:26
FILED STATE
SECRETARY OF CORPORATIONS

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 \$90.00 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

FILED
SECRETARY OF CORPORATIONS
11 MAY -5 PM 4:26

Articles of Merger
(Profit Corporations)

FILED
SECRETARY OF STATE
11 MAY -5 PM 4:36
TALLAHASSEE, FLORIDA

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

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

<u>Name</u>	<u>Jurisdiction</u>	<u>Form/Entity Type</u>
Heritage Hills Development Company, LLC. LC4000069140	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:


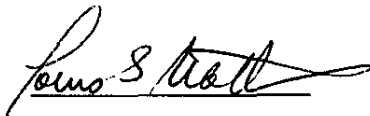
The attached plan of merger was approved by the limited liability company that is a party to the merger in accordance with the applicable provisions of Chapters 607, 608, 617, and/or 620, Florida Statutes.

FIFTH: Adoption of Merger by surviving corporation:

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

SIXTH: The effective date of the merger is May 1, 2011. (For accounting purposes.)

SEVENTH: Signatures for Each Party:

<u>Name of Entity/Organization:</u>	<u>Signature(s):</u>	<u>Typed or Printed Name of Individual:</u>
Turner Heritage Homes, Inc.		Lee Allman
Heritage Hills Development Company, LLC.		Louis S. Weltman

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>
Heritage Hills Development Company, LLC.	Florida	Limited Liability Company

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

The merging party 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 party shall now belong to Turner Heritage Homes, Inc.

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

The merging party is one hundred (100%) percent owned by the parent company of the surviving party. Accordingly, no additional consideration will be given to the parent company of the merged entity and the surviving entity will own all of the assets of the merging party hereafter.