

**P930000632200**

FILED  
MAY 24 PM 3:59  
TALLAHASSEE, FLORIDA

ACCOUNT NO. : 072100000032  
REFERENCE : 596161 5020727  
AUTHORIZATION : *Patricia Pigato*  
COST LIMIT : \$ 113.75

ORDER DATE : May 24, 2002

*Merger*

ORDER TIME : 11:59 AM

ORDER NO. : 596161-005

600005610586-3

CUSTOMER NO: 5020727

CUSTOMER: Kurt E. Grosman, Esq  
Kurt E. Grosman, Attorney  
5043 Winwood Way

Orlando, FL 32819

ARTICLES OF MERGER

FLORIDA SOVEREIGN PROPERTIES, INC.

AND

INTREPID PROPERTIES, INC.  
FLORIDA SOVEREIGN PROPERTIES,  
INC.

INTO

DYNASTY HOLDINGS OF FLORIDA,  
INC.

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY

CONTACT PERSON: Darlene Ward, Ext 1235

EXAMINER'S INITIALS:

RECEIVED

*ADR*  
5/28/02

ARTICLES OF MERGER  
Merger Sheet

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MERGING:

FLORIDA SOVEREIGN PROPERTIES, INC., a Florida corp. P93000063223

INTREPID PROPERTIES, INC., a Florida corp. P94000091031

INTO

**DYNASTY HOLDINGS OF FLORIDA, INC.,** a Florida entity, P93000063220

File date: May 24, 2002

Corporate Specialist: Annette Ramsey

Account number: 072100000032

Amount charged: 113.75

**ARTICLES AND PLAN OF MERGER**

**MERGER OF:**

**DYNASTY HOLDINGS OF FLORIDA, INC.,**  
a Florida corporation;

**AND**

**INTREPID PROPERTIES, INC.,**  
a Florida corporation;

**AND**

**FLORIDA SOVEREIGN PROPERTIES, INC.,**  
a Florida corporation.

The undersigned corporations, in accordance with the Florida Business Corporation Act, hereby adopt the following Articles and Plan of Merger:

ARTICLE I. The parties hereto agree to effect the merger ("Merger") set forth herein.

ARTICLE II. The parties to these Articles and Plan of Merger are as follows:

2.1 Surviving Corporation. DYNASTY HOLDINGS OF FLORIDA, INC. (the "Surviving Corporation"), is a corporation duly organized and existing under the laws of the State of Florida, having been incorporated on September 9, 1993.

2.2 Merged Corporation I. INTREPID PROPERTIES, INC., (the "Merged Corporation I"), is a corporation duly organized and existing under the laws of the State of Florida, having been incorporated on December 15, 1994.

2.3 Merged Corporation II. FLORIDA SOVEREIGN PROPERTIES, INC. (the "Merged Corporation II"), is a corporation duly organized and existing under the laws of the State of Florida, having been incorporated on September 9, 1993.

2.4 Merged Corporations. Merged Corporation I and Merged Corporation II shall be referred to collectively as the "Merged Corporations."

ARTICLE III. The corporation to survive this Merger is the Surviving Corporation which shall continue under its present name.

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLE IV. The Articles of the Incorporation of the Surviving Corporation shall not be changed by virtue of the Merger.

ARTICLE V. The principal office of the Surviving Corporation is located at 405 Douglas Avenue, Suite 1955, Altamonte Springs, Florida 32714.

ARTICLE VI. The Plan of Merger is as follows:

6.1 Surviving Corporation. The Merged Corporations shall be merged into the Surviving Corporation, which shall be the surviving corporation.

6.2 Terms and Conditions of Merger. On the effective date of the Merger of the Merged Corporations into the Surviving Corporation, the separate existence of the Merged Corporations shall cease. The Shareholders of the Merged Corporations shall own the same percentage of stock in the Surviving Corporation as they own in the Merged Corporations, accordingly, no additional stock shall be issued pursuant to the Merger. The stock of the Merged Corporations shall be surrendered for cancellation and the Surviving Corporation shall succeed to all of the properties, rights, and other assets of the Merged Corporations, and shall be subject to all of the liabilities of the Merged Corporations, without further action by the Merged Corporations or the Surviving Corporation.

6.3 Real Property of Merged Corporations shall become the Real Property of the Surviving Corporation. All real property owned by the Merged Corporations in the State of Florida, as more particularly described on "Exhibit A" and "Exhibit B" which are attached hereto and incorporated herein by this reference, shall be owned by the Surviving Corporation as of the effective date of this Merger.

6.4 Further Assurances. If, at any time, the Surviving Corporation shall determine that additional conveyances, documents, or other actions are necessary to carry out the provisions of this Plan of Merger, the officers and directors of the Merged Corporations as of the effective date of this Merger, shall execute such conveyances or documents, or take such actions.

6.5 Effective Date. Consummation of the Merger shall be effected by the filing of these Articles and Plan of Merger with the Florida Department of State. The effective date of the Merger shall be at the time at which these Articles and Plan of Merger have been filed with the Florida Department of State.

ARTICLE VII. These Articles and Plan of Merger may be terminated by the mutual consent of the Board of Directors of the Merged Corporations and the Surviving Corporation at any time prior to the effective date of the Merger.

ARTICLE VIII. These Articles and Plan of Merger were duly adopted and approved by the Shareholders and Boards of Directors of the Merged Corporations and the Surviving Corporation

by written consent of even date herewith in lieu of a special meeting, in the manner and by the vote required by the Florida Business Corporation Act.

IN WITNESS WHEREOF, the undersigned have executed and signed these Articles and Plan of Merger, this \_\_\_\_\_, day of April, 2002.

ATTEST:

DYNASTY HOLDINGS OF FLORIDA,  
INC., a Florida corporation

George W. Jaconetti  
GEORGE W. JACONETTI,  
Secretary

By: [Signature]  
JEROME B. KAHN,  
President

"Surviving Corporation"

ATTEST:

INTREPID PROPERTIES, INC.,  
a Florida corporation

George W. Jaconetti  
GEORGE W. JACONETTI,  
Secretary

By: [Signature]  
JEROME B. KAHN,  
President

"Merged Corporation I"

ATTEST:

FLORIDA SOVEREIGN PROPERTIES,  
INC., a Florida corporation

George W. Jaconetti  
GEORGE W. JACONETTI,  
Secretary

By: [Signature]  
JEROME B. KAHN,  
President

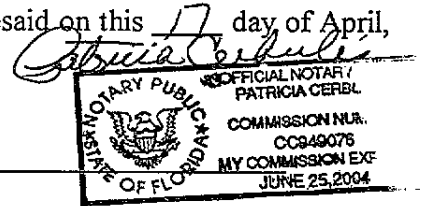
"Merged Corporation II"

STATE OF FLORIDA     )  
COUNTY OF Seminole     )

I HEREBY CERTIFY that on this day before me, the undersigned notary, personally appeared JEROME B. KAHN, who is the President, and GEORGE W. JACONETTI, who is Secretary of DYNASTY HOLDINGS OF FLORIDA, INC. (the "Corporation"), who are personally known to me or who produced the following identification ( Personally known ),

and ( ) and they acknowledged before me that they executed the foregoing document on behalf of the Corporation as their free act and deed for the uses and purposes therein mentioned, and that they did take an oath.

WITNESS my hand and official seal in the County and State aforesaid on this 17 day of April, 2002.

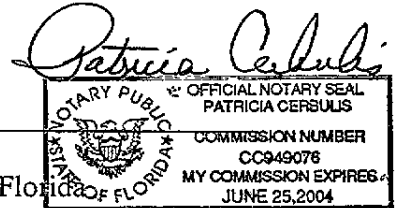


(Name of Notary)  
Notary Public, State of Florida

STATE OF FLORIDA )  
COUNTY OF Seminole )

I HEREBY CERTIFY that on this day before me, the undersigned notary, personally appeared JEROME B. KAHN, who is the President, and GEORGE W. JACONETTI, who is the Secretary, of INTREPID PROPERTIES, INC. (the "Corporation"), who are personally known to me or who produced the following identification ( Personally known ) and ( ) and they acknowledged before me that they executed the foregoing document on behalf of the Corporation as their free act and deed for the uses and purposes therein mentioned, and that they did take an oath.

WITNESS my hand and official seal in the County and State aforesaid on this 17 day of April, 2002.



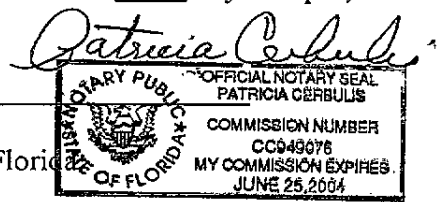
(Name of Notary)  
Notary Public, State of Florida

STATE OF FLORIDA )  
COUNTY OF Seminole )

I HEREBY CERTIFY that on this day before me, the undersigned notary, personally appeared JEROME B. KAHN, who is the President, and GEORGE W. JACONETTI, who is the Secretary, of FLORIDA SOVEREIGN PROPERTIES, INC. (the "Corporation"), who are personally known to me or who produced the following identification ( Personally known ) and ( ) and they acknowledged before me that they executed the foregoing document on behalf of the Corporation as their free act and deed for the uses and purposes therein mentioned, and that they did take an oath.

WITNESS my hand and official seal in the County and State aforesaid on this 17 day of April, 2002.

\_\_\_\_\_  
(Name of Notary)  
Notary Public, State of Florida



**"EXHIBIT A"**

Florida Real Property owned by Merged Corporation I -  
**INTREPID PROPERTIES, INC.**

**Legal Description**

From the Northwest corner of the Northeast Quarter of the Northwest Quarter of Section 14, Township 21 South, Range 29 East, Seminole County, Florida; run South 89 degrees 43 minutes 00 Seconds East along the North line of said Northeast Quarter a distance of 25.00 feet to the East right-of-way of line of Douglas Avenue; thence run South along said East right-of-way line, 651.35 feet to a point on the South line of the Northwest Quarter of the Northeast Quarter of said Section 14; thence run South 89 degrees 37 minutes 48 seconds East, along said South line, 387.81 feet to a point on the West right-of-way line of Interstate Highway No. 4; thence run North 00 degrees 00 minutes 47 seconds West along said West right-of-way line, 183.04 feet for a POINT OF BEGINNING; thence continue North 00 degrees 00 minutes 47 seconds West along said West right-of-way line 238.89 feet; thence run South 89 degrees 59 minutes 13 seconds West, 64.00 feet; thence run North 00 degrees 00 minutes 47 seconds West, 101.00 feet; thence run North 89 degrees 36 minutes 17 seconds West, 116.69 feet; thence run South 145.87 feet; thence run West 53.00 feet; thence run South 194.81 feet; thence run East 233.76 feet to the POINT OF BEGINNING.



## **"EXHIBIT B"**

### **Florida Real Property owned by Merged Corporation II - FLORIDA SOVEREIGN PROPERTIES, INC.**

#### **Parcel 1 (Fee Simple Estate)**

From the Northwest corner of the Northeast Quarter of the Northwest Quarter of Section 14, Township 21 South, Range 29 East, Seminole County, Florida, run South 89 degrees 43 minutes 00 seconds East, along the North line of said Northeast Quarter, a distance of 25.00 feet to the East Right of Way line of Douglas Avenue; thence run South along said East Right of Way line, 651.35 feet to a point on the South line of the Northwest Quarter of the Northeast Quarter of the Northwest Quarter of said Section 14; thence run South 89 degrees 37 minutes 48 seconds East, along said South line, 202.00 feet for a Point of Beginning; thence run North 64.84 feet; thence run West 130.00 feet; thence run North 71.00 feet; thence run East 72.20 feet; thence run North 46.00 feet; thence run East 243.42 feet to a point on the West Right of Way line of Interstate Highway No. 4; thence run South 00 degrees 00 minutes 47 seconds East, along said West Right-of-Way line, 133.07 feet to a point on 50.00 feet North of said South line of the Northwest Quarter of the Northeast Quarter of the Northwest Quarter; thence run North 89 degrees 37 minutes 48 seconds West 50.00 feet; thence run South 00 degrees 00 minutes 47 seconds East 50.00 feet to a point on the South line; thence run North 89 degrees 37 minutes 48 seconds West 135.81 feet to the POINT OF BEGINNING.

#### **Parcel 2 (Easement Estate)**

Together with those certain Easement Rights for the benefit of Parcel 1 as created in that certain Non-Exclusive Reservation of Easement by Complete Interiors, Inc., a Florida corporation, recorded in March 30, 1983, in Official Records Book 1447, Page 1492, Public Records of Seminole County, Florida.

#### **Parcel 3 (Easement Estate)**

Together with those certain easement rights for the benefit of Parcel 1 as created in that certain Non-Exclusive Declaration of Easement by Complete Interiors, Inc., a Florida corporation, recorded March 31, 1988, in Official Records Book 1994, Page 1320, Public Records of Seminole County, Florida