

P94000046366

THE REAL ESTATE LAW OFFICE
OF

RICHARD JOHN BRODEUR, P. A.
BOARD CERTIFIED REAL ESTATE LAWYER

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
01 NOV -2 AM 10:10

September 24, 2001

Corporate Records Bureau
Division of Corporations
Department of State
Post Office Box 6327
Tallahassee, Florida 32314

400004615574--9
-09/28/01--01014--011
*****43.75 *****43.75

400004615574--9
-11/05/01--01016--023
*****35.00 *****35.00

Re: Articles of Merger:
West Gulf Development Corporation / Home Construction Corporation

Gentlemen:

Enclosed please find the original Articles of Merger between West Gulf Development Corporation, A Florida Corporation, and Home Construction Corporation, A Florida Corporation, effective January 1, 2001.

Enclosed also please find my Operating Account Check No. 6430 in the amount of \$43.75 representing the cost to file the Articles of Merger and obtain a Certified Copy; please send the Certified Copy to my office after the Articles have been properly filed with your Department.

If you have any questions or comments, please let me know. Many thanks for your courtesy, cooperation and assistance.

Yours very truly,

Richard John Brodeur

RJB/ms
Enclosures

V SHEPARD NOV 6 2001

Merger

Direct Line (941) 472-1734 ** Real Estate Line (941) 472-5433 ** Fax Line (941) 472-5420
Florida, USA, and International Line 1-800-330-1734

MAILING ADDRESS: Post Office Box 214 Sanibel Island, Florida 33957
STREET ADDRESS: Five Lime Tree Center 1640 Periwinkle Way Sanibel Island, Florida

ARTICLES OF MERGER
Merger Sheet

MERGING:

HOME CONSTRUCTION CORPORATION, a Florida corporation,
P96000053409

INTO

WEST GULF DEVELOPMENT CORPORATION, a Florida entity,
P94000046366

File date: November 2, 2001

Corporate Specialist: Velma Shepard



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

October 5, 2001

RICHARD JOHN BRODEUR, P.A.
POST OFFICE BOX 214
SANIBEL ISLAND, FL 33957

SUBJECT: WEST GULF DEVELOPMENT CORPORATION
Ref. Number: P94000046366

We have received your document for WEST GULF DEVELOPMENT CORPORATION and your check(s) totaling \$43.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The fee to file articles of merger or articles of share exchange is \$35 per party to the merger or share exchange. Certified copies are optional and are \$8.75 for the first 8 pages of the document, and \$1 for each additional page, not to exceed \$52.50.

There is a balance of \$35 due to file the articles of merger and receive a certified copy.

The merging corporation was administratively dissolved and must be reinstated before the merger can be filed.

The total amount due to reinstate is \$750.00.

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) 245-6909.

Velma Shepard
Corporate Specialist

Letter Number: 101A00055837

RECEIVED
01 NOV -2 AM 9:35
DIVISION OF CORPORATIONS

THE REAL ESTATE LAW OFFICE
OF
RICHARD JOHN BRODEUR, P. A.
BOARD CERTIFIED REAL ESTATE LAWYER

October 31, 2001

Ms. Velma Shepard
Corporate Specialist
Florida Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

Re: West Gulf Development Corporation
Your Ref. Number: P94000046366

Dear Ms. Shepard:

Pursuant to your request of October 5, 2001, a copy of which I enclose, enclosed please find the following:

Application For Reinstatement for Home Construction Corporation,
Document #P96000053409

West Gulf Development Corporation Check No. 1676 in the amount
of \$750.00 for the Reinstatement Fee for Home Construction Corporation

Articles of Merger

West Gulf Development Corporation Check No. 1674 in the amount
of \$35.00 for the additional fees for the corporate merger

Please let me know if you require any additional information from my office at this time to complete the merger. Thank you for your courtesy and assistance.

Yours truly,



Judy K. Brodeur
Administrative Assistant

JKB/ms
Enclosures

Direct Line (941) 472-1734 ** Real Estate Line (941) 472-5433 ** Fax Line (941) 472-5420
Florida, USA, and International Line 1-800-330-1734
MAILING ADDRESS: Post Office Box 214 Sanibel Island, Florida 33957
STREET ADDRESS: Five Lime Tree Center 1640 Periwinkle Way Sanibel Island, Florida

ARTICLES OF MERGER

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
01 NOV 23 AM 10:10

THESE ARTICLES OF MERGER, made effective January 1, 2001, between WEST GULF DEVELOPMENT CORPORATION, a Florida corporation (hereinafter referred to as "WGDC" or "Surviving Corporation"), and HOME CONSTRUCTION CORPORATION, a Florida corporation (hereinafter referred to as "HOME");

WHEREAS, Surviving Corporation and Home have entered into a Plan of Merger, a true and correct copy of which is attached hereto and incorporated herein by reference; and

WHEREAS, in conjunction therewith, Surviving Corporation and Home have each obtained the appropriate corporate resolution;

NOW, THEREFORE, pursuant to the provisions of Section 607.1105, Florida Statutes, Surviving Corporation is herewith submitting these Articles of Merger to Florida Department of State for filing, further stating as follows:

1. The attached Plan of Merger has been approved by each domestic corporation that is a party to this merger.
2. The effective date of the merger shall be January 1, 2001 or the date of filing these Articles of Merger.
3. The Surviving Corporation shall be WEST GULF DEVELOPMENT CORPORATION, a Florida corporation, whose address is 695 Tarpon Bay Road, Suite 7, Sanibel, Florida 33957.

WEST GULF DEVELOPMENT CORPORATION

Date: 01/05/01 By: John Armenia
John Armenia, President/Director/Shareholder

Date: 01/05/01 By: Judy Armenia, Secy

HOME CONSTRUCTION CORPORATION

Date: 01/05/01 By: John Armenia
John Armenia, President/Director/Shareholder

PLAN OF MERGER

THIS AGREEMENT made effective January 1, 2001, between WEST GULF DEVELOPMENT CORPORATION, a Florida corporation (hereinafter referred to as "WGDC" or "Surviving Corporation"), and HOME CONSTRUCTION CORPORATION, a Florida corporation (hereinafter referred to as "HOME");

WHEREAS, the parties to this agreement desire to merge HOME into WGDC;

NOW, THEREFORE, the parties agree as follows:

1. HOME shall merge into WGDC
2. The merger shall be effective upon WGDC's filing the appropriate Certificate of Merger with the Florida Secretary of State's office or January 1, 2001, whichever shall first occur.
3. All of the outstanding stock of HOME and WGDC is currently owned by John Armenia. Therefore, upon merger, each one (1) share of HOME will be replaced with a one (1) share of stock in WGDC. Accordingly, any assets of HOME shall become assets of WGDC.
4. A Certificate of Merger shall be filed pursuant to the provisions of Section 607.1101, Florida Statutes.
5. The Articles of Incorporation and Bylaws of WGDC shall be and remain the Articles of Incorporation and Bylaws of the Surviving Corporation unless and until altered, amended or repealed.
6. The Officers and Directors of WGDC in office as of the effective date of the merger shall continue in office and shall constitute the Officers and Directors of WGDC for the term elected, until their respective successors shall be elected or appointed and qualified.

7. WGDC shall bear the expenses of accomplishing the merger.
8. This merger is being accomplished pursuant to the Resolutions of the Shareholders and Directors of WGDC and HOME, copies of which are attached hereto and incorporated herein by reference.

HOME CONSTRUCTION CORPORATION

By: John Armenia
John Armenia, President

WEST GULF DEVELOPMENT CORPORATION

By: John Armenia
John Armenia, President