

P95000067122
Reley 4 Landner
Requestor's Name

Address

City/State/Zip 207-6100 Phone #

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. GH Oaks Plaza, Inc.
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

- ☒ Walk in ☒ Pick up time 2:15 ☐ Certified Copy
☐ Mail out ☐ Will wait ☐ Photocopy ☐ Certificate of Status

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input checked="" type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

**ARTICLES OF INCORPORATION
OF
GH OAKS PLAZA, INC.
(a Florida corporation)**

RECORDED
JAN 13 1979
FILED
CLERK OF CIRCUIT COURT
IN AND FOR THE COUNTY OF PALM BEACH, FLORIDA

THE UNDERSIGNED, acting as sole incorporator of **GH OAKS PLAZA, INC.** under Chapter 607 of the Florida Statutes, hereby adopts the following Articles of Incorporation for such corporation:

ARTICLE I

Name

The name of the corporation is **GH OAKS PLAZA, INC.**

ARTICLE II

Principal Office

The address of the principal office of the corporation is 1665 Palm Beach Lakes Boulevard, Suite 610, West Palm Beach, Florida 33401. The location of the principal office shall be subject to change as may be provided in bylaws duly adopted by the corporation.

ARTICLE III

Mailing Address

The mailing address of the corporation is 1665 Palm Beach Lakes Boulevard, Suite 610, West Palm Beach, Florida 33401.

ARTICLE IV

Shares

The corporation shall have authority to issue Ten Thousand (10,000) shares of Common Stock, One Cent (\$0.01) par value per share.

ARTICLE V

Initial Registered Office and Agent

The address of the initial Registered Office of the corporation is 1665 Palm Beach Lakes Boulevard, Suite 610, West Palm Beach, Florida 33401, and the initial Registered Agent at such address is Judith A. Schwartz.

ARTICLE VI

Incorporator

The name and address of the sole incorporator of the corporation is: LiLi C. Metcalf, c/o Foley & Lardner, 111 North Orange Avenue, Suite 1800, Orlando, Florida 32801.

IN WITNESS WHEREOF, these Articles of Incorporation have been signed by the undersigned incorporator this 28th day of August, 1995.

LiLi C. Metcalf
LiLi C. Metcalf, Incorporator

STATE OF FLORIDA
COUNTY OF ORANGE

The foregoing instrument was acknowledged before me this 28th day of August, 1995, by LiLi C. Metcalf. Such person did not take an oath and: (notary must check applicable box)

- ☒ is/are personally known to me.
- ☐ produced a current Florida driver's license as identification.
- ☐ produced _____ as identification.

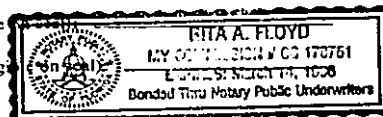
{Notary Seal must be affixed}

Rita A. Floyd
Signature of Notary

Rita A. Floyd
Name of Notary (Typed, Printed or Stamped)

Commission Number (if not legible)

My Commission Expires (if not legible)



**ACCEPTANCE OF APPOINTMENT
BY INITIAL REGISTERED AGENT**

THE UNDERSIGNED, an individual resident of the State of Florida, having been named in Article V of the foregoing Articles of Incorporation as initial Registered Agent at the office designated therein, hereby accepts such appointment and agrees to act in such capacity. The undersigned hereby states that she is familiar with, and hereby accepts, the obligations set forth in Section 607.0505, Florida Statutes, and the undersigned will further comply with any other provisions of law made applicable to her as Registered Agent of the corporation.

DATED, this 21st day of August, 1995.

REGISTERED AGENT:

Judith A. Schwartz
Judith A. Schwartz

P95000067122

Requester's Name

Address

City/State/Zip

Phone #

SECURITY SERVICES
09/13/95 010 30 011
****122.50 ****122.50
Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. G.H. Oaks Plaza, Inc.
(Corporation Name) (Document #)
2. Merge
(Corporation Name) (Document #)
3.
(Corporation Name) (Document #)
4.
(Corporation Name) (Document #)

FILED
95 SEP 13 PM 3:58

- ☒ Walk in ☒ Pick up time 2:15 ☐ Certified Copy
☐ Mail out ☐ Will wait ☐ Photocopy ☐ Certificate of Status

NEW FILINGS	
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<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

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FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

ARTICLES OF MERGER
Merger Sheet

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MERGING:

GH OAKS PLAZA, LTD., INC., a Pennsylvania corporation P39078

INTO

GH OAKS PLAZA, INC., a Florida corporation, P95000067122

File date: September 13, 1995

Corporate Specialist: Annette Hogan

STATE OF FLORIDA
ARTICLES OF MERGER
OF
GH OAKS PLAZA, LTD.,
a Pennsylvania corporation,
INTO
GH OAKS PLAZA, INC.,
a Florida corporation

FILED
95 SEP 13 PM 3:59
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

PURSUANT TO Section 607.1105 of the Florida Statutes, the undersigned corporations adopt the following Articles of Merger:

1. The Plan of Merger is attached as Exhibit A hereto.
2. The effective date of the merger shall be the date these Articles of Merger are filed with the Department of State of the State of Florida or the date corresponding Articles of Merger are filed with the Department of State of the Commonwealth of Pennsylvania, whichever shall occur later.
3. The Plan of Merger was adopted by the Board of Directors and approved by the sole shareholder of GH Oaks Plaza, Ltd., a Pennsylvania corporation (the "Merging Corporation"), on August 30, 1995. The Plan of Merger was adopted by the Board of Directors and approved by the sole shareholder of GH Oaks Plaza, Inc., a Florida corporation (the "Surviving Corporation"), on August 30, 1995.

Signed this 30th day of August, 1995.

GH OAKS PLAZA, LTD.,
a Pennsylvania corporation

By: Bruce Robinson
Bruce Robinson
Vice President

GH OAKS PLAZA, INC.,
a Florida corporation

By: Bruce Robinson
Bruce Robinson
Vice President

PLAN OF MERGER
(GH Oaks Plaza, Ltd. into GH Oaks Plaza, Inc.)

This Plan of Merger is made and entered into as of the 30th day of August, 1995, by and between GH Oaks Plaza, Ltd., a Pennsylvania corporation (hereinafter referred to as the "Pennsylvania Corporation"), and GH Oaks Plaza, Inc., a Florida corporation (hereinafter referred to as the "Florida Corporation").

W I T N E S S E T H:

WHEREAS, the Boards of Directors of the Pennsylvania Corporation and the Florida Corporation have each adopted and recommended to the sole shareholder of their respective corporations this Plan of Merger whereby the Pennsylvania Corporation will be merged with and into the Florida Corporation, with the Florida Corporation becoming the surviving corporation (the "Merger"); and

WHEREAS, the sole shareholder of the Pennsylvania Corporation is also the sole shareholder of the Florida Corporation and has approved this Plan of Merger in his capacity as sole shareholder of each of the Pennsylvania Corporation and the Florida Corporation.

NOW, THEREFORE, in consideration of the premises and the mutual covenants set forth herein, and for other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the parties, intending to be legally bound, hereby agree as follows:

1. Merger. Upon the execution of this Plan of Merger and the filing of Articles of Merger as set forth in Section 3 hereof, the Pennsylvania Corporation shall be merged with and into the Florida Corporation, the separate existence of the Pennsylvania Corporation shall cease and the Florida Corporation shall continue as the surviving corporation.

2. Name of Surviving Corporation. The name of the surviving corporation shall be GH Oaks Plaza, Inc.

3. Articles of Merger. Upon execution of this Plan of Merger, the parties hereto shall cause the Merger to be consummated by delivering to the Department of State of the State of Florida, together with the appropriate fee, Articles of Merger prepared in accordance with the requirements of Section 607.1105, Florida Statutes, and by delivering to the Department of State of the Commonwealth of Pennsylvania, together with the appropriate fee, Articles of Merger prepared in accordance with 15 Pa.C.S.A. § 1926. The Merger shall become effective, without further act, upon the filing of the Articles of Merger with the Florida Department of State or upon the filing of the Articles of Merger with the Pennsylvania Department of State, whichever shall occur later.

4. Articles of Incorporation, Bylaws, Directors and Officers of Surviving Corporation. The Articles of Incorporation and the Bylaws of the Florida Corporation in effect immediately prior to the Merger shall be the Articles of Incorporation and the Bylaws of the surviving corporation until thereafter amended in accordance with applicable law and the provisions of such documents. The directors and officers of the Florida Corporation immediately prior to the Merger shall be the directors and officers of the surviving corporation until their respective successors are duly elected and qualified.

5. Conversion of Shares. On the effective date of the Merger, the sole shareholder of the Pennsylvania Corporation and the Florida Corporation shall surrender all shares held by him in the Pennsylvania Corporation and the Florida Corporation in exchange for One Thousand (1,000) shares of common stock of the surviving corporation, such number of shares being equivalent to the number of shares of the Pennsylvania Corporation held by such shareholder immediately prior to the Merger.

IN WITNESS WHEREOF, this Plan of Merger is executed as of the day and year first written above.

GH OAKS PLAZA, LTD., a Pennsylvania corporation

By: Bruce Robinson
Bruce Robinson
Vice President

Attest: Catherine Coyle
Catherine Coyle
Secretary

GH OAKS PLAZA, INC., a Florida corporation

By: Bruce Robinson
Bruce Robinson
Vice President

Attest: Catherine Coyle
Catherine Coyle
Secretary