

P97000035975

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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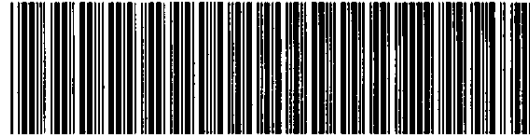
(Business Entity Name)

(Document Number)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

APPROVED
AND
FILED

Handwritten signature
9/15/10

TRANSMITTAL LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: Dharma Properties, Inc.

(Name of surviving corporation)

The enclosed merger and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Debbie Mowbray

(Name of person)

Dennis S. Rooker, P.C.

(Name of firm/company)

1421 Sachem Place, Ste. 3

(Address)

Charlottesville, VA 22901

(City/state and zip code)

For further information concerning this matter, please call:

Debbie Mowbray

(Name of person)

at (434) 977-7424

(Area code & daytime telephone number)

☐ Certified copy (optional) \$8.75 (plus \$1 per page for each page over 8, not to exceed a maximum of \$52.50; please send an additional copy of your document if a certified copy is requested)

Mailing Address:

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

Street Address:

Amendment Section
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

ARTICLES OF MERGER

(Profit Corporations)

The following articles of merger are submitted in accordance with the Florida Business Corporation Act, pursuant to section 607.1105, F.S.

First: The name and jurisdiction of the surviving corporation:

<u>Name</u>	<u>Jurisdiction</u>	<u>Document Number</u>
Dharma Properties, Inc.	Florida	P97000035975

Second: The name and jurisdiction of the merging corporation:

<u>Name</u>	<u>Jurisdiction</u>	<u>Document Number</u>
Dharma Resorts, Inc.	Florida	P02000018662

Third: The Plan of Merger is attached.

Fourth: The merger shall become effective on the date the Articles of Merger are filed with the Florida Department of State.

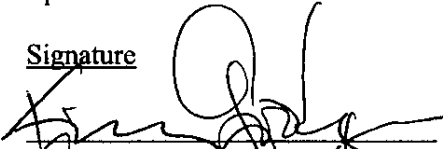

Fifth: Adoption of Merger by Surviving Corporation:

The Plan of Merger was adopted by the sole shareholder and the directors of the Surviving Corporation on July 26, 2010.

Sixth: Adoption of Merger by Merging Corporation:

The Plan of Merger was adopted by the sole shareholder and the directors of the Merging Corporation on July 26, 2010.

Seventh: Signatures of Each Corporation:

<u>Name</u>	<u>Signature</u>	<u>Name and Title</u>
Dharma Properties, Inc.		Kimberly Goodyear Director & President
Dharma Resorts, Inc.		Kimberly Goodyear Director & President

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

EXHIBIT A
PLAN OF MERGER
(Profit Corporations)

The following Plan of Merger is submitted in accordance with section 607.1101, F.S. and in accordance with the laws of any other applicable jurisdiction of incorporation.

First: The name and jurisdiction of the surviving corporation:

<u>Name</u>	<u>Jurisdiction</u>
Dharma Properties, Inc.	Florida

Second: The name and jurisdiction of the merging corporation:

<u>Name</u>	<u>Jurisdiction</u>
Dharma Resorts, Inc.	Florida

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

The Surviving Corporation will survive to all of the assets and liabilities of the Merging Corporation.

Fourth: The manner and basis of converting the shares of the merging corporation into shares, obligations or other securities of the surviving corporation or, in whole or in part, into cash or other property and the manner and basis of converting rights to acquire shares of the merging corporation into rights to acquire shares, obligations or other securities of the surviving or any other corporation or, in whole or in part, into cash or other property are as follows:

Each shareholder of the Merging Corporation will receive one share of stock in the Surviving Corporation for each share of stock that such Shareholder owned in the Merging Corporation.