

P97000096033

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*Merger*

06/24/13--01001--006 \*\*78.75

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2013 JUN 21 PM 3:49  
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DEPARTMENT OF STATE  
TALLAHASSEE, FLORIDA  
13 JUN 21 PM 3:29

*DR*  
*6/21/13*

Gardner Law Firm

Requester's Name

1300 Thomaswood Drive

Address

Tallahassee FL

City/State/Zip

385-0070

Phone #

BenBrook

Office Use Only

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

1. Merger & Certified Copies  
(Corporation Name) (Document #)

2. \_\_\_\_\_  
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**NEW FILINGS**

- ☐ Profit
- ☐ Not for Profit
- ☐ Limited Liability
- ☐ Domestication
- ☐ Other

**AMENDMENTS**

- ☐ Amendment
- ☐ Resignation of R.A., Officer/Director
- ☐ Change of Registered Agent
- ☐ Dissolution/Withdrawal
- ☐ Merger

**OTHER FILINGS**

- ☐ Annual Report
- ☐ Fictitious Name

**REGISTRATION/QUALIFICATION**

- ☐ Foreign
- ☐ Limited Partnership
- ☐ Reinstatement
- ☐ Trademark
- ☐ Other

Examiner's Initials

**COVER LETTER**

**TO:** Amendment Section  
Division of Corporations

**SUBJECT:** Florida Home Builders Insurance, Inc., a Florida corporation  
Name of Surviving Corporation

The enclosed Articles of Merger and fee are submitted for filing.

Please return all correspondence concerning this matter to following:

Benjamin B. Bush

Contact Person

Gardner, Bist, Wiener, et. al

Firm/Company

1300 Thomaswood Drive

Address

Tallahassee, Florida 32308

City/State and Zip Code

kscott@fhba.com

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Benjamin B. Bush, Esq.

Name of Contact Person

At ( 850 )

385-0070

Area Code & Daytime Telephone Number



Certified copy (optional) \$8.75 (Please send an additional copy of your document if a certified copy is requested)

**STREET ADDRESS:**

Amendment Section  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, Florida 32301

**MAILING ADDRESS:**

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

**ARTICLES OF MERGER**

FILED

2013 JUN 21 PM 3:49

for

Park and Monroe Real Estate Corporation,  
a Florida corporation

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

and

Florida Home Builders Insurance, Inc.,  
a Florida corporation

This *Articles of Merger* is submitted to merge the following Florida corporations in accordance with §§ 607.1101, 607.1103, and 607.1105, *Florida Statutes*.

**FIRST:** The surviving party is a corporation organized under the laws of the State of Florida. The exact name, the date the *Restated Articles of Incorporation* for the **surviving** party was filed with the Florida Department of State, and the Document Number assigned by the Florida Department of State to the **surviving** party are as follows:

<b><u>Name:</u></b>	<b><u>Date Filed:</u></b>	<b><u>Document Number:</u></b>
Florida Home Builders Insurance, Inc.	August 27, 2007	P97000096033

**SECOND:** Each of the **merging** parties is a corporation and each was organized under the laws of the State of Florida. The exact name, the date the *Articles of Incorporation* for each **merging** party was filed with the Florida Department of State, and the Document Number assigned by the Florida Department of State to each **merging** party are as follows:

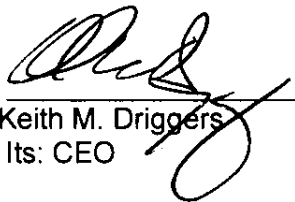
<b><u>Name:</u></b>	<b><u>Date Filed:</u></b>	<b><u>Document Number:</u></b>
Florida Home Builders Insurance, Inc.	November 10, 1997	P97000096033

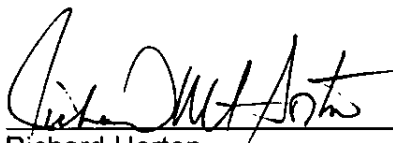
**THIRD:** The attached *Plan of Merger* was unanimously approved by the Shareholders and Directors of each corporation (and therefore the entity itself) that is a party to the merger in accordance with the laws of their respective state of formation or organization (i.e. the State of Florida) and Chapter 607, Florida Statutes. on June 21, 2013.

**FOURTH:** The effective date of the merger evidenced by this *Articles of Merger* shall be the date this *Articles of Merger* and the attached *Plan of Merger* are filed with the Florida Department of State.

Dated: June 21, 2013

Florida Home Builders Insurance, Inc. Park and Monroe Real Estate Corporation

By:   
Keith M. Driggers  
Its: CEO

By:   
Richard Horton  
Its: President

## **Plan of Merger**

**For**

**Park and Monroe Real Estate Corporation,  
a Florida corporation**

**and**

**Florida Home Builders Insurance, Inc.,  
a Florida corporation**

The following *Plan of Merger* has been unanimously approved by the Shareholders and Directors of **Park and Monroe Real Estate Corporation** and **Florida Home Builders Insurance, Inc.** and is submitted to merge the following Florida corporations in accordance with §§ 607.1101, 607.1103, and 607.1105, *Florida Statutes*.

### **Section I**

Each of the **merging** parties is a corporation and each was organized under the laws of the State of Florida. The exact name, the date the *Articles of Incorporation* for each **merging** party were filed with the Florida Department of State, and the Document Number assigned by the Florida Department of State to each **merging** party are as follows:

<b><u>Name:</u></b>	<b><u>Date Filed:</u></b>	<b><u>Document Number:</u></b>
Florida Home Builders Insurance, Inc.	November 10, 1997	P97000096033
Park and Monroe Real Estate Corporation	November 8, 2004	P04000153068

## **Section II**

The surviving party is a corporation organized under the laws of the State of Florida.

The exact name, the date the *Restated Articles of Incorporation* for the **surviving** party were filed with the Florida Department of State, and the Document Number assigned by the Florida Department of State to the **surviving** party are as follows:

<b><u>Name:</u></b>	<b><u>Date Filed:</u></b>	<b><u>Document Number:</u></b>
Florida Home Builders Insurance, Inc.	August 27, 2007	P97000096033

## **Section III**

The terms and conditions of the merger are as follows:

a. All of the assets of **Park and Monroe Real Estate Corporation** shall be the assets of **Florida Home Builders Insurance, Inc.** when the *Articles of Merger* and this *Plan of Merger* are filed with the Florida Department of State. Specifically the title to that certain real property identified in that certain *Warranty Deed* dated July 6, 2006, recorded in Official Records Book 3543, Page 45 of the Public Records of Leon County, Florida, and any other real and personal property owned by **Park and Monroe Real Estate Corporation** shall be vested in **Florida Home Builders Insurance, Inc.** without reversion or impairment or the requirement of any deed when the merger becomes effective;

b. All of the liabilities of **Park and Monroe Real Estate Corporation**, including but not limited to the indebtedness secured by that certain *Mortgage, Security Agreement, Fixture Filing, Financing Statement and Assignment of Leases and Rents* dated July 10, 2006, in favor of *American General Life Insurance Company*, recorded in Official Records Book 3543, Page 48 of the Public Records of Leon County, Florida

shall be the liabilities of **Florida Home Builders Insurance, Inc.** when the *Articles of Merger* and this *Plan of Merger* are filed with the Florida Department of State; and

c. The Shareholder of **Park and Monroe Real Estate Corporation** immediately before the effective date and time of the merger, shall remain and be the only Shareholder of **Florida Home Builders Insurance, Inc.** upon the effective date and time of the merger.

#### **Section IV**

Because the Shareholder of each merging party and the percentages of each such Shareholder are the same in each merging party, there will be no conversion of interests, shares, obligations or other securities with respect to each merged party into the interests, shares, obligations or other securities of the survivor, in whole or in part, into cash or other property.

#### **Section V**

There are no rights to acquire the interests, shares, obligations or other securities with respect to each merged party and, therefore, no rights to acquire the interests, shares, obligations or other securities of the surviving party.

#### **Section VI**

The surviving party is a director managed corporation and the names and addresses of the Directors are as follows:

George Hansford

Suzanne Graham

Alan Anderson

Tom Brady

Bill Harrison



Chip Kenyon

Norbert Kluczynski

Ron Lieberman

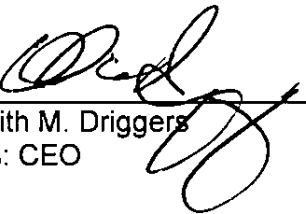
Jerry Linder

Patrick Maroney

Cindy Hall

Dated: June 21, 2013

Florida Home Builders Insurance, Inc. Park and Monroe Real Estate Corporation

By:   
Keith M. Driggers  
Its: CEO

By:   
Richard Horton  
Its: President