

596920

HOLLAND & Knight, LLP
Requester's Name
315 So. Calhoun St. Suite 600
Address
Tallahassee, FL 425-5675
City/State/Zip Phone #

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-01/31/01--01030--012
*****35.00 *****35.00

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

1. Apartment Numbers *Merger*
(Corporation Name) (Document #) 900003617329--3
-02/01/01--01003--001
*****70.00 *****70.00
2. _____ (Corporation Name) (Document #)
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- ☐ Walk in ☐ Pick up time ☐ Photocopy
☐ Mail out ☐ Will wait

NEW FILINGS

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

OTHER FILINGS

- ☐ Annual Report
☐ Fictitious Name

AMENDMENTS

- ☐ Amendment
☐ Resignation of Registered Agent
☐ Change of Registered Address
☐ Dissolution/Withdrawal
☒ Merger

REGISTRATION/QUALIFICATION

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

EFFECTIVE DATE
02-01-01

FILED
01 JAN 31 PM 3:54
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED
01 JAN 31 PM 10:24
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

DR
11/31/01

ARTICLES OF MERGER
Merger Sheet

MERGING: -----

GATOR RENTAL FINDERS AND MORE, INC., a Florida corporation K06245

APARTMENT HUNTERS OF ORLANDO, INC., a Florida corporation
P92000008039

INTO

APARTMENT HUNTERS, INC., a Florida entity, S96920.

File date: January 31, 2001 , effective February 1, 2001

Corporate Specialist: Annette Ramsey



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

January 31, 2001

HOLLAND & KNIGHT

TALLAHASSEE, FL

SUBJECT: APARTMENT HUNTERS, INC.
Ref. Number: S96920

We have received your document for APARTMENT HUNTERS, INC. and check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

There is a balance due of \$70.00. Refer to the attached fee schedule for a breakdown of the fees. Please return a copy of this letter to ensure your money is properly credited.

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) 487-6903.

Cheryl Coulliette
Document Specialist

Letter Number: 401A00005773

*Please, I
request to submit
for filing today*

**ARTICLES OF MERGER BETWEEN
APARTMENT HUNTERS, INC.
APARTMENT HUNTERS OF ORLANDO, INC.
GATOR RENTAL FINDERS AND MORE, INC.**

01 JAN 31 PM 2:55
FILED
TALLAHASSEE
SECRETARY OF STATE

Pursuant to Section 607.1105, Florida Statutes, Apartment Hunters, Inc., a Florida corporation (the "Surviving Corporation"), Apartment Hunters of Orlando, Inc., a Florida corporation ("AHO") and Gator Rental Finders and More, Inc., a Florida corporation ("Gator") (AHO and Gator collectively, the "Merging Corporations"), adopt the following Articles of Merger for the purpose of effecting the merger of the Merging Corporations into the Surviving Corporation (the "Merger"), which will be the surviving corporation in the Merger.

Accordingly, the Surviving Corporation and Merging Corporations adopt and submit the following Articles of Merger for the purpose of effecting the Merger:

ARTICLE I

The Plan of Merger, as contained in the Agreement and Plan of Merger dated as of January 29, 2001, effecting the Merger of the Merging Corporations with and into the Surviving Corporation is attached and made apart of these Articles of Merger as Exhibit "A" (the "Plan of Merger").

ARTICLE II

The effective date of the Merger shall be at 12:01 a.m. on February 1, 2001.

ARTICLE III

The Plan of Merger was adopted by the Surviving Corporation by the unanimous written consent of its Board of Directors on January 29, 2001 and by the written consent of the holders of a majority of its outstanding shares of common stock on January 29, 2001. The Plan of Merger was adopted by the Merging Corporations by the unanimous written consent of their respective Board of Directors on January 29, 2001 and by the unanimous written consent of their respective shareholders on January 29, 2001.

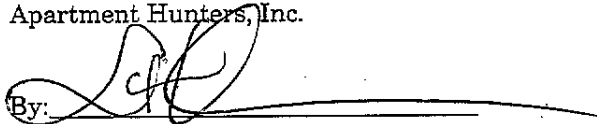
ARTICLE IV

This document may be executed in multiple counterparts, each of which shall be deemed an original and all of which taken together shall constitute one instrument binding on all of the parties, notwithstanding that all the parties are not signatures to the original or the same counterpart.

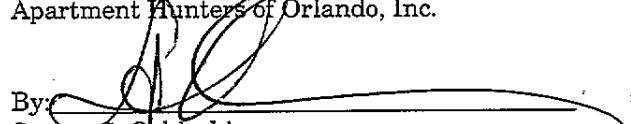
EFFECTIVE DATE
02-01-01

IN WITNESS WHEREOF, the undersigned have executed this document effective as of this
29 day of January, 2001.

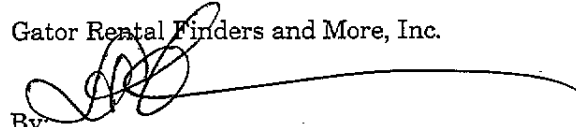
Apartment Hunters, Inc.

By: 
Steven S. Oehlerking,
President

Apartment Hunters of Orlando, Inc.

By: 
Steven S. Oehlerking,
President

Gator Rental Finders and More, Inc.

By: 
Steven S. Oehlerking,
President

**AGREEMENT AND PLAN OF MERGER
BETWEEN
APARTMENT HUNTERS, INC.
APARTMENT HUNTERS OF ORLANDO, INC.
AND
GATOR RENTAL FINDERS AND MORE, INC.**

Apartment Hunters, Inc., a Florida corporation and Apartment Hunters of Orlando, Inc., a Florida corporation and Gator Rental Finders and More, Inc., a Florida corporation, hereby adopt the following Agreement and Plan of Merger, dated as of January 29, 2001, pursuant to Section 607.1101, Florida Statutes.

1. The name of each corporation planning to merge is:

i) The name of the surviving corporation is Apartment Hunters, Inc. (the "Surviving Corporation"); and

ii) The name of the merging corporations are Apartment Hunters of Orlando, Inc. and Gator Rental Finders and More, Inc. (collectively, the "Merging Corporations").

a) The effective time and date of the merger shall be at 12:01 a.m. on February 1, 2001 (the "Effective Time").

b) The general terms and conditions of the merger are as follows:

At the Effective Time, the separate existence of the Merging Corporations shall cease and the Surviving Corporation shall ultimately succeed to all rights, privileges, immunities, powers, franchises, authority, and real and personal property of the Merging Corporations. The Surviving Corporation shall thereafter be responsible and liable for all obligations of the Merging Corporations, and neither the rights of the creditors nor any liens on the property of the Merging Corporations shall be impaired by the merger.

c) The manner and basis of converting the shares of each corporation shall be as follows:

At the Effective Time, by virtue of the Merger and without any further action on the part of the Merging Corporations, each issued and outstanding share of common stock of the Merging Corporations immediately prior to the Effective Time shall be cancelled and extinguished and cease to exist.

At the Effective Time, by virtue of the Merger and without any further action on the part of the Surviving Corporation, each issued and outstanding share of common stock of the Surviving Corporation outstanding immediately prior to the Effective Time shall remain issued and outstanding.

d) The articles of incorporation and bylaws of the Surviving Corporation, as in effect at the Effective Time of the Merger, shall continue in full force and effect until changed, altered, or amended as therein provided.

e) The Boards of Directors of each corporation to the merger may amend the Agreement and Plan of Merger at any time prior to the filing of the Articles of Merger.

TPA1 #1063538 v3