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Sharon R. Beck, CLERK & COMPTROLLER

ARTICLES OF MERGER
OF

ADMIRAL'S COVE SINGLE FAMILY HOMEOWNERS ASSOCIATION, INC.
(a Florida not for profit corporation)

WITH AND INTO

ADMIRAL'S COVE MASTER PROPERTY OWNERS ASSOCIATION, INC., a Florida not
for profit corporation)

The following Articles of Merger are submitted in accordance with the Florida Not For Profit Corporation Act, pursuant to Section 617.1105, F.S.

FIRST: The name and jurisdiction of the surviving corporation is ADMIRAL'S COVE MASTER PROPERTY OWNERS ASSOCIATION, INC., a Florida not for profit corporation (the "Surviving Corporation").

SECOND: The name and jurisdiction of the merging corporation is ADMIRAL'S COVE SINGLE FAMILY HOMEOWNERS ASSOCIATION, INC., a Florida not for profit corporation (the "Terminating Corporation").

THIRD: The Plan of Merger is attached hereto as Exhibit A.

FOURTH: The merger shall become effective on July 1, 2008.

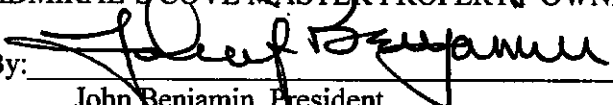
FIFTH: The Plan of Merger was adopted by two thirds (2/3) of the total votes of all members of the Surviving Corporation at a duly called special meeting of the Surviving Corporation on June 17, 2008.

SIXTH: The Plan of Merger was adopted by two thirds (2/3) of the total votes of all members of the Terminating Corporation at a duly called special meeting of the Terminating Corporation on June 17, 2008.

These Articles of Merger may be executed in any number of counterparts, each of which shall constitute an original and all of which together shall constitute one and the same instrument.

IN WITNESS WHEREOF, the undersigned have executed these Articles of Merger on the 17th day of JUNE, 2008.

ADMIRAL'S COVE MASTER PROPERTY OWNERS ASSOCIATION, INC.

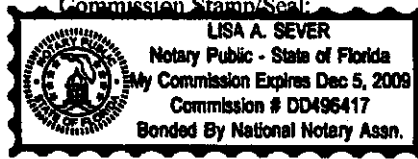
By: 
John Benjamin, President

STATE OF FLORIDA
COUNTY OF PALM BEACH

The foregoing instrument was acknowledged before me this 17TH day of JUNE, 2008 by John Benjamin as President of Admiral's Cove Master Property Owners Association, Inc., [] who is personally known to me or [] who has produced identification [Type of Identification: _____].

Lisa A. Sever
Notary Public

Commission Stamp/Seal:



Notary Seal

ADMIRAL'S COVE SINGLE FAMILY HOMEOWNERS ASSOCIATION, INC.

By: [Signature]
Darwin Dornbush, President

STATE OF FLORIDA
COUNTY OF PALM BEACH

The foregoing instrument was acknowledged before me this 17TH day of JUNE, 2008 by Darwin Dornbush as President of Admiral's Cove Single Family Homeowners Association, Inc., [] who is personally known to me or [] who has produced identification [Type of Identification: _____].

Lisa A. Sever
Notary Public

Commission Stamp/Seal:



Notary Seal

**PLAN OF MERGER
OF
ADMIRAL'S COVE SINGLE FAMILY HOMEOWNERS ASSOCIATION, INC.
(a Florida not for profit corporation)
INTO
ADMIRAL'S COVE MASTER PROPERTY OWNERS ASSOCIATION, INC.
(a Florida not for profit corporation)**

The following Plan of Merger is submitted in compliance with Section 617.1101, F.S.

FIRST: The name and jurisdiction of the surviving corporation is ADMIRAL'S COVE MASTER PROPERTY OWNERS ASSOCIATION, INC., a Florida not for profit corporation (the "Surviving Corporation").

SECOND: The name and jurisdiction of the merging corporation is ADMIRAL'S COVE SINGLE FAMILY HOMEOWNERS ASSOCIATION, INC., a Florida not for profit corporation (the "Terminating Corporation").

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

1. The Articles of Incorporation of the Surviving Corporation, as in effect immediately prior to the effective date of the merger, shall be the Articles of Incorporation of the Surviving Corporation and will continue in full force and effect until changed, altered, or amended as therein provided and in the manner prescribed by the provisions of the Florida Not For Profit Corporation Act.

2. The Bylaws of the Surviving Corporation, as in effect immediately prior to the effective date of the merger, will be the Bylaws of the Surviving Corporation and will continue in full force and effect until changed, altered, or amended as therein provided and in the manner prescribed by the provisions of the Florida Not For Profit Corporation Act.

3. The directors and officers in office of the Surviving Corporation when the merger becomes effective shall be the directors and officers of the Surviving Corporation, all of whom shall hold their directorships and offices until the election and qualification of their respective successors or until their tenure is otherwise terminated in accordance with the Bylaws of the Surviving Corporation or applicable law.

4. The Surviving Corporation shall perform all obligations of the Terminating Corporation.

5. The Owner of each Living Unit, each Vacant Single Family Lot and each Single Family Lot (as such terms are defined in the Master Declaration of Covenants, Restrictions and Easements for Admiral's Cove) shall be a Member of the Surviving Corporation and each shall have one (1) vote in the Surviving Corporation.

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