

RETURN TO: ✓ VLT
WILLIAMS, PARKER, HARRIS
DIETZ & GETZEN P.A.
200 SOUTH ORANGE AVENUE
SARASOTA, FLORIDA 34236

State of Florida



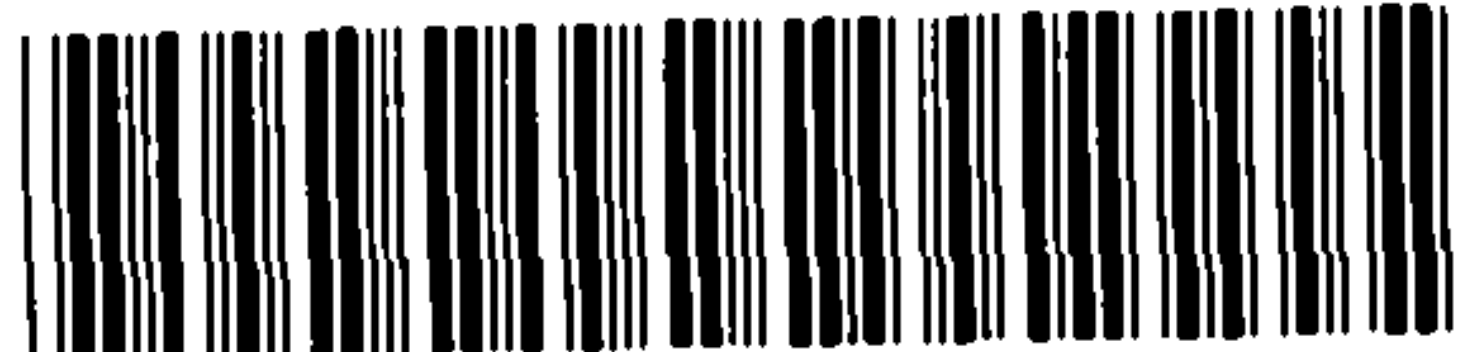
Department of State

I certify the attached is a true and correct copy of the Articles of Merger, filed on December 30, 2008, effective December 31, 2008, for TUTTLE RETAIL LLC, the surviving Florida entity, as shown by the records of this office.

I further certify the document was electronically received under FAX audit number H08000281193 and this certificate issued in accordance with section 15.16, Florida Statutes, and authenticated by the code noted below.

The document number of this corporation is L08000117465.

Authentication Code: 908A00062036-123108-L08000117465-1/1



2009001488

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KAREN E. RUSHING
CLERK OF THE CIRCUIT COURT
SARASOTA COUNTY, FLORIDA
DCOURSEY Receipt#1122298



Given under my hand and the
Great Seal of the State of Florida,
at Tallahassee, the Capital, this the
Thirty-first day of December, 2008

Kurt S. Browning
Secretary of State

**CERTIFICATE OF MERGER
FOR
UNIVERSITY RETAIL ASSOCIATES, LTD., A FLORIDA LIMITED PARTNERSHIP
AND
TUTTLE RETAIL ASSOCIATES, LTD., A FLORIDA LIMITED PARTNERSHIP
INTO
TUTTLE RETAIL LLC,
A FLORIDA LIMITED LIABILITY COMPANY**

The following Certificate of Merger is submitted in accordance with Section 620.2109, Florida Statutes:

1. The exact names, entity types and jurisdictions for each merging party are as follows:

University Retail Associates, Ltd.
Entity Type: Limited Partnership
Jurisdiction: Florida

Tuttle Retail Associates, Ltd.
Entity Type: Limited Partnership
Jurisdiction: Florida

2. The exact name, entity type and jurisdiction of the surviving party is as follows:

Name: Tuttle Retail LLC
Entity Type: Limited Liability Company
Jurisdiction: Florida

3. The effective date of the merger shall be December 31, 2008.

4. The merger was approved by University Retail Associates, Ltd., a Florida limited partnership, is permitted under the respective laws of the State of Florida and is not prohibited by the agreement of the Partnership.


5. The merger was approved by Tuttle Retail Associates, Ltd., a Florida limited partnership, is permitted under the respective laws of the State of Florida and is not prohibited by the agreement of the Partnership.

6. The merger was approved by Tuttle Retail LLC, a Florida limited liability company, is permitted under the respective laws of the State of Florida and is not prohibited by the Operating Agreement of Tuttle Retail LLC.

IN WITNESS WHEREOF, these Articles of Merger have been executed and delivered by the constituent business entities.

UNIVERSITY RETAIL ASSOCIATES, LTD.,
a Florida limited partnership

By: Gulf Coast Property Services, Inc.,
a Florida corporation,
Its General Partner

By: 
Thomas G. Dabney, II
Its President


TUTTLE RETAIL ASSOCIATES, LTD.,
a Florida limited partnership

By: Gulf Coast Property Services, Inc.,
a Florida corporation,
Its General Partner

By: 
Thomas G. Dabney, II
Its President

TUTTLE RETAIL LLC,
a Florida limited liability company

By: Gulf Coast Property Services, Inc.,
a Florida corporation,
Its Manager

By: 
Thomas G. Dabney, II
Its President