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Form **BCA-11.39**

(Rev. Jan. 2003)

ARTICLES OF MERGER Between Illinois Corporations and Limited Liability Companies

File #

5765-729-4

SUBMIT IN DUPLICATE

This space for use by
Secretary of State

Date 10-11-07

Filing Fee \$ 650.00

Approved: *elt*

Jesse White
Secretary of State
Department of Business Services
Springfield, IL 62756
Telephone (217) 782-6961
http://www.cyberdriveillinois.com

FILED

OCT 11 2007

JESSE WHITE
SECRETARY OF STATE

DO NOT SEND CASH!

Remit payment in check or money order, payable to "Secretary of State."

Filing Fee is \$100, but if merger involves more than 2 corporations, \$50 for each additional corporation.

1. Names of the corporations and limited liability companies proposing to merge and the state or country of their organization or incorporation:

Name of Corporation Limited Liability Company	State or Country of Organization/Incorporation	Corporation File Number
Please see attached		

2. The laws of the state or country under which each corporation and Limited Liability Company are organized, permit such merger.

3. (a) Name of the surviving party: Lennar Chicago, Inc.
(b) it shall be governed by the laws of: Illinois

If not sufficient space to cover this point, add one or more sheets of this size.

4. Plan of merger is as follows:
Please see attached.



Doc#: 0730239053 Fee: \$38.50
Eugene "Gene" Moore
Cook County Recorder of Deeds
Date: 10/29/2007 09:44 AM Pg: 1 of 8

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CE*

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5. Plan of merger was approved, as to each limited liability company, in compliance with the laws of the state under which it is organized, and (b) as to each Illinois corporation, as follows:

(Only "X" one box for each Illinois corporation)

By the shareholders, a resolution of the board of directors having been duly adopted and submitted to a vote at a meeting of shareholders. Not less than the minimum number of votes required by statute and by the articles of incorporation voted in favor of the action taken.

(§ 11.20)

By written consent of the shareholders having not less than the minimum number of votes required by statute and by the articles of incorporation. Shareholders who have not consented in writing have been given notice in accordance with § 7.10 (§ 11.20)

By written consent of ALL the shareholders entitled to vote on the action, in accordance with § 7.10 & § 11.20

Name of Corporation	By the shareholders, a resolution of the board of directors having been duly adopted and submitted to a vote at a meeting of shareholders. Not less than the minimum number of votes required by statute and by the articles of incorporation voted in favor of the action taken.	By written consent of the shareholders having not less than the minimum number of votes required by statute and by the articles of incorporation. Shareholders who have not consented in writing have been given notice in accordance with § 7.10 (§ 11.20)	By written consent of ALL the shareholders entitled to vote on the action, in accordance with § 7.10 & § 11.20
Lennar Chicago, Inc.	<input type="checkbox"/>	<input type="checkbox"/>	<input checked="" type="checkbox"/>
Concord Pointe, Inc.	<input type="checkbox"/>	<input type="checkbox"/>	<input checked="" type="checkbox"/>
_____	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
_____	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
_____	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

6. *(Not applicable if survivor is an Illinois corporation or an Illinois Limited Liability Company)*

It is agreed that, upon and after the issuance of a certificate of merger by the Secretary of State of the State of Illinois:

- a. The surviving limited liability company may be served with process in the State of Illinois in any proceeding for the enforcement of any obligation of any corporation organized under the laws of the State of Illinois which is a party to the merger and in any proceeding for the enforcement of the rights of a dissenting shareholder of any such corporation organized under the laws of the State of Illinois against the surviving limited liability company.
- b. The Secretary of State of the State of Illinois shall be and hereby is irrevocably appointed as the agent of the surviving limited liability company to accept service of process in any such proceedings, and
- c. The surviving limited liability company will promptly pay to the dissenting shareholders of any corporation organized under the laws of the State of Illinois which is a party to the merger the amount, if any, to which they shall be entitled under the provisions of "The Business Corporation Act of 1983" of the State of Illinois with respect to the rights of dissenting shareholders.

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7. a. The undersigned Corporations have caused this statement to be signed by their duly authorized officers, each of whom affirms, under penalties of perjury, that the facts stated herein are true and correct. All signatures must be in **BLACK INK**.

Dated 9/15, 07 Lennar Chicago, Inc.
 Month & Day Year Exact Name of Corporation

[Signature]
 Any Authorized Officer's Signature

Mark Sustana, Vice President
 Name and Title (type or print)

Dated 9/15, 07 Concord Pointe, Inc.
 Month & Day Year Exact Name of Corporation

[Signature]
 Any Authorized Officer's Signature

Mark Sustana, Vice President
 Name and Title (type or print)

7. b. The undersigned Limited Liability Companies have caused this statement to be signed by their duly authorized person, who affirms, under penalties of perjury, that the facts stated herein are true and correct. All signatures must be in **BLACK INK**.

Dated _____, _____ See Attached LLC signatures
 Month & Day Year Exact Name of Limited Liability Company

 Signature

 Name and Title (type or print)

Dated _____, _____
 Month & Day Year Exact Name of Limited Liability Company

 Signature

 Name and Title (type or print)

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Item 1. of BCA-11.39

<u>Name of Corporation or Limited Liability Company</u>	<u>State of Organization</u>	<u>Corporation File #</u>
Lennar Chicago, Inc.	Illinois	57657294
Claremont Ridge L.L.C.	Illinois	00677884
Concord at Pheasant Run Trails L.L.C.	Illinois	00623245
Concord Pointe, Inc.	Illinois	57364351
Lennar 139 Polk, LLC	Illinois	01709968
Ogden Pointe at the Wheatlands IV L.L.C.	Illinois	00586854
Parc Huron, LLC	Delaware	02062518
Polo Club Pointe L.L.C.	Illinois	00447234
Polo Club L.L.C.	Illinois	00157031
West Adams Street L.L.C.	Illinois	00168718
Providence L.L.C.	Illinois	00134538
Summit Land, L.L.C.	Illinois	00385271
Summit Ridge 23, L.L.C.	Illinois	00646512

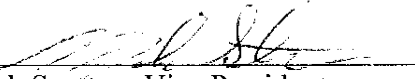
Property of Cook County Clerk's Office

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Dated: 9/13/07

Claremont Ridge L.L.C.


By: Lennar Chicago, Inc., its sole member

By: 
Mark Sustana, Vice President
Name & Title

Dated: 9/13/07

Concord at Pheasant Run Trails L.L.C.

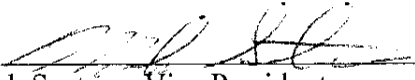
By: Lennar Chicago, Inc., its sole member

By: 
Mark Sustana, Vice President
Name & Title

Dated: 9/13/07

Lennar 139 Polk, LLC


By: Lennar Chicago, Inc., its sole member

By: 
Mark Sustana, Vice President
Name & Title

Dated: 9/13/07

Ogden Pointe at the Wheatlands IV L.L.C.

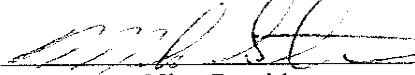
By: Lennar Chicago, Inc., its sole member

By: 
Mark Sustana, Vice President
Name & Title

Dated: 9/13/07

Parc Huron, LLC

By: Lennar Chicago, Inc., its sole member

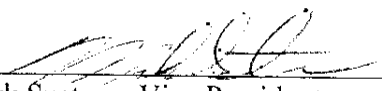
By: 
Mark Sustana, Vice President
Name & Title

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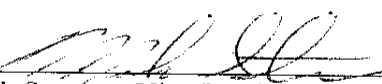
Dated: 9/13/07

Polo Club Pointe L.L.C.
By: Lennar Chicago, Inc., its sole member

By: 
Mark Sustana, Vice President
Name & Title

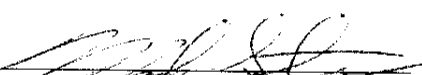
Dated: 9/13/07

Polo Club L.L.C.
By: Lennar Chicago, Inc., its sole member

By: 
Mark Sustana, Vice President
Name & Title


Dated: 9/13/07

West Adams Street L.L.C.
By: Lennar Chicago, Inc., its sole member

By: 
Mark Sustana, Vice President
Name & Title

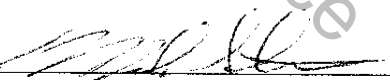
Dated: 9/13/07

Providence L.L.C.
By: Lennar Chicago, Inc., its sole member

By: 
Mark Sustana, Vice President
Name & Title

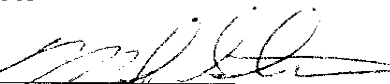
Dated: 9/13/07

Summit Land, L.L.C.
By: Lennar Chicago, Inc., its sole member

By: 
Mark Sustana, Vice President
Name & Title

Dated: 9/13/07

Summit Ridge 23, L.L.C.
By: Lennar Chicago, Inc., its sole member

By: 
Mark Sustana, Vice President
Name & Title

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PLAN OF MERGER

1. The name of each of the parties to this Plan of Merger, the organizational form of such entities and the state of formation are set forth below:

<u>Name of Entity</u>	<u>Organizational Form</u>	<u>State of Formation</u>
Lennar Chicago, Inc.	Corporation	Illinois
Claremont Ridge L.L.C.	Limited Liability Company	Illinois
Concord at Pheasant Run Trails L.L.C.	Limited Liability Company	Illinois
Concord Pointe, Inc.	Corporation	Illinois
Lennar 139 Polk, LLC	Limited Liability Company	Illinois
Ogden Pointe at the Wheatlands IV L.L.C.	Limited Liability Company	Illinois
Parc Huron, LLC	Limited Liability Company	Delaware
Polo Club Pointe L.L.C.	Limited Liability Company	Illinois
Polo Club L.L.C.	Limited Liability Company	Illinois
West Adams Street L.L.C.	Limited Liability Company	Illinois
Providence L.L.C.	Limited Liability Company	Illinois
Summit Land, L.L.C.	Limited Liability Company	Illinois
Summit Ridge 23, L.L.C.	Limited Liability Company	Illinois

2. The Merger. On the effective date of the merger, Claremont Ridge L.L.C., Concord at Pheasant Run Trails L.L.C., Concord Pointe, Inc., Lennar 139 Polk, LLC, Ogden Pointe at the Wheatlands IV L.L.C., Parc Huron, LLC, Polo Club Pointe L.L.C., Polo Club L.L.C., West Adams Street L.L.C., Providence L.L.C., Summit Land, L.L.C. and Summit Ridge 23, L.L.C. (collectively, the “Non-Surviving Entities”) shall merge with and into Lennar Chicago, Inc. (the “Surviving Entity”). Upon consummation of such Merger, the separate existence of the Non-Surviving Entities shall cease and the Surviving Entity shall be the surviving entity in the Merger.

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3. Treatment of Shares or other Evidences of Ownership.

(a) Each share of common stock of the Surviving Entity issued and outstanding prior to the effective date of the merger shall, by virtue of the merger and without any action on the part of the holder thereof, continue to exist as one share of common stock of the Surviving Entity.

(b) Each share of common stock or other equity interest of the Non-Surviving Entities existing immediately prior to the effective date of the merger shall, by virtue of the merger and without any action on the part of, or consideration being tendered to, the holder thereof, be cancelled and retired and cease to exist, without any conversion thereof. All of the Non-Surviving Entities are wholly owned subsidiaries of the Surviving Entity.

4. Articles of Incorporation of the Surviving Entity. Inasmuch as it is not desired to amend or change the Articles of Incorporation of the Surviving Entity in any manner under the provisions of the merger, the Articles of Incorporation of the Surviving Entity upon the effective date of the merger shall continue to be the Articles of Incorporation of said Surviving Entity.

*National Corporate Services, Inc.
2 Club Centre Court Ste 500
Edwardsville, Illinois 62025-3503*

