

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	08/31/2001

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Watermark Communities, Inc.		08/31/2001	CORPORATION: DELAWARE

RECEIVING PARTY DATA

Name:	WCI Communities, Inc.
Street Address:	24301 Walden Center Dr.
City:	Bonita Springs
State/Country:	FLORIDA
Postal Code:	34134
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 3

Property Type	Number	Word Mark
Registration Number:	2566666	WATERLEFE
Registration Number:	2566663	WATERLEFE
Registration Number:	2569208	WATERLEFE

CORRESPONDENCE DATA

Fax Number: 9413653259
Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.

Phone: 941-365-4950
 Email: kfernandez@sarasotalawfirm.com
 Correspondent Name: Kelly Fernandez
 Address Line 1: 1820 Ringling Blvd.
 Address Line 4: Sarasota, FLORIDA 34236

NAME OF SUBMITTER:	Kelly M. Fernandez, Esq.
--------------------	--------------------------

OP \$90.00 2566666

Signature:	/Kelly M. Fernandez, Esq./
Date:	06/21/2012
Total Attachments: 3 source=Merger Docs#page1.tif source=Merger Docs#page2.tif source=Merger Docs#page3.tif	

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF OWNERSHIP, WHICH MERGES:

"WATERMARK COMMUNITIES INC.", A DELAWARE CORPORATION,
WITH AND INTO "WCI COMMUNITIES, INC." UNDER THE NAME OF "WCI COMMUNITIES, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE THIRTY-FIRST DAY OF AUGUST, A.D. 2001, AT 3 O'CLOCK P.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

2141741 8100M

AUTHENTICATION: 1325642

010434817

DATE: 09-04-01

CERTIFICATE OF OWNERSHIP AND MERGER
MERGING
WATERMARK COMMUNITIES INC.
INTO
WCI COMMUNITIES, INC.

(Pursuant to Section 253 of the
 General Corporation Law of Delaware)

Watermark Communities Inc., a corporation organized and existing under the laws of Delaware (the "Company"), does hereby certify:

FIRST: That the Company owns at least ninety percent (90%) of all of the outstanding shares of the common stock, par value \$0.01 per share, of WCI Communities, Inc., a Delaware corporation ("WCI").

SECOND: That the Company, by the following resolutions of its Board of Directors, duly adopted by unanimous written consent dated August 14, 2001 pursuant to 8 Del. C. § 141(f), determined to merge itself into WCI, with WCI being the surviving corporation (the "Surviving Corporation"):

RESOLVED that the Company merge (the "Merger") itself into WCI with WCI being the surviving corporation (the "Surviving Corporation"); and further

RESOLVED that in accordance with 8 Del. C. §103(d) the Merger shall become effective upon the filing of the Certificate of Ownership and Merger with the Secretary of State of the State of Delaware (the "Effective Time"); and further

RESOLVED that at the Effective Time, the certificate of incorporation of WCI as in effect immediately prior to the Effective Time shall be the certificate of incorporation of the Surviving Corporation immediately after the Effective Time; and further

RESOLVED that at the Effective Time, by virtue of the Merger and without any action on the part of the holders thereof:

(i) Each share of common stock, par value \$0.01 per share, of WCI issued and outstanding immediately prior to the Effective Time shall be cancelled and retired and shall cease to exist without payment of any cash or other consideration delivered in exchange therefor;

STATE OF DELAWARE
 SECRETARY OF STATE
 DIVISION OF CORPORATIONS
 FILED 03:00 PM 08/31/2001
 010434817 - 2141741

Legal/wci/Certificate of Merger

(ii) Each share of common stock, par value \$0.01 per share, of the Company outstanding immediately prior to the Effective Time shall be converted into and shall thereafter evidence one fully paid and nonassessable share of common stock, par value \$0.01 per share, of the Surviving Corporation; and

(iii) The directors and officers of the WCI immediately prior to the Effective Time shall be the directors and officers of the Surviving Corporation until the earlier of their resignation or removal or until their respective successors are duly elected and qualified; and further

RESOLVED that the proper officers of the Company be, and they hereby are, directed to make and execute a Certificate of Ownership and Merger setting forth a copy of the resolutions to so merge the Company into WCI and the date of adoption thereof, and to cause the same to be filed with the Secretary of State of the State of Delaware and to do all acts and things whatsoever, whether within or without the State of Delaware, which may be necessary or proper to effect said merger.

THIRD: That the certificate of incorporation and the by-laws of WCI, in each case as in effect immediately prior to the Effective Time, shall be the certificate of incorporation and the by-laws of the Surviving Corporation immediately after the Effective Time.

FOURTH: That the Merger described herein has been approved by the stockholders of the Company by written consent pursuant to § Del. C. § 228.

FIFTH: That in accordance with § Del. C. §103(d), the Merger shall become effective upon the filing of this Certificate of Ownership and Merger with the Secretary of State of the State of Delaware.

IN WITNESS WHEREOF, the Company has caused this certificate to be signed by its authorized officer, this 31st day of August 2001.

WATERMARK COMMUNITIES INC.

By: 

Name: Jerry L. Starkey
Title: President

Legal/wci/Certificate of Merger