

798199

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PICK-UP WAIT MAIL

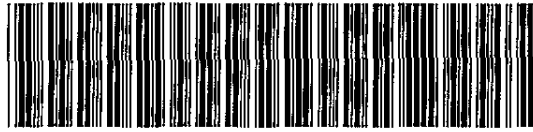
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Merge

REC'D
03 JUN -2 PM 12:09
DIVISION OF CORPORATIONS

FILED
03 JUN -2 PM 4:04
TALLAHASSEE, FLORIDA

AJR
6/2/03



CORPORATION SERVICE COMPANY"

ACCOUNT NO. : 072100000032
REFERENCE : 114234 80457A
AUTHORIZATION : *Patricia Pigato*
COST LIMIT : \$ 78.75

ORDER DATE : June 2, 2003

ORDER TIME : 10:55 AM

ORDER NO. : 114234-005

CUSTOMER NO: 80457A

CUSTOMER: Ms. Laura Buckley
Black, Sims, Burnett And
3rd Floor
501 North Grandview Avenue
Daytona Beach, FL 32118

ARTICLES OF MERGER

MPC BUILDERS, INC.

INTO

CLARK PROPERTIES CORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY

CONTACT PERSON: Norma Hull

EXAMINER'S INITIALS: _____

FILED
03 JUN -2 PM 4: 04
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF MERGER
OF
MPC BUILDERS, INC.
AND
CLARK PROPERTIES CORPORATION**

THE UNDERSIGNED, MPC BUILDERS, INC. and CLARK PROPERTIES CORPORATION do hereby execute these Articles of Merger for filing with the Department of State pursuant to Florida Statutes §607.1105.

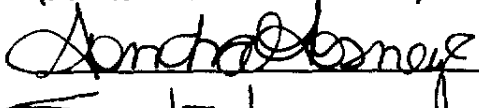
1. Attached hereto is a copy of the Plan of Merger adopted by MPC Builders, Inc. and Clark Properties Corporation, the surviving corporation.
2. The effective date of the merger shall be as of the date of filing with the Office of the Florida Secretary to State.
3. Shareholder approval was obtained to the Plan of Merger, and all Shareholders voted in favor of the Plan of Merger.
4. The date of adoption of the Plan of Merger by the Shareholders and Board of Directors of both corporations is the 23rd day of May, 2003.
5. The two corporations shall merge, and the surviving corporation shall be **CLARK PROPERTIES CORPORATION.**

EXECUTED this 23rd day of May, 2003.

WITNESSES:



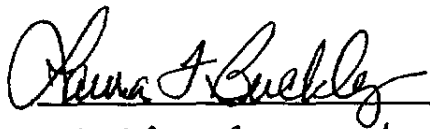
LAURA F. BUCKLEY
(Printed Name of Witness)



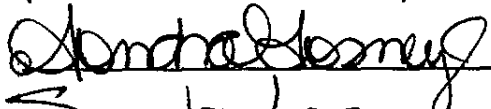
Sandra Bosney
(Printed Name of Witness)

**CLARK PROPERTIES CORPORATION, a
Florida Corporation**

BY: 
D. ANDREW CLARK, PRESIDENT



LAURA F. BUCKLEY
(Printed Name of Witness)



Sandra Bosney
(Printed Name of Witness)

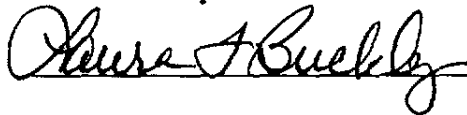
**MPC BUILDERS, INC., a Florida
Corporation**

BY: 
DOUGLAS J. CLARK, PRESIDENT

STATE OF FLORIDA

COUNTY OF VOLUSIA

BEFORE ME the undersigned notary public personally appeared **D. ANDREW CLARK**, to me well known to be the President of **CLARK PROPERTIES CORPORATION, a Florida Corporation**, and he has sworn before me that he executed the foregoing Articles of Merger for the purposes therein expressed and under due corporate authority this 23rd day of May, 2003.



Notary Public
My Commission Expires:



Laura F. Buckley
MY COMMISSION # DD179801 EXPIRES
February 25, 2007
BONDED THRU TROY FAIN INSURANCE, INC.

STATE OF FLORIDA

COUNTY OF VOLUSIA

BEFORE ME the undersigned notary public personally appeared **DOUGLAS J. CLARK**, to me well known to be the President of **MPC BUILDERS, INC., a Florida Corporation**, and he has sworn before me that he executed the foregoing Articles of Merger for the purposes therein expressed and under due corporate authority this 23rd day of May, 2003.



Notary Public
My Commission Expires:



Laura F. Buckley
MY COMMISSION # DD179801 EXPIRES
February 25, 2007
BONDED THRU TROY FAIN INSURANCE, INC.

PLAN OF MERGER

THE UNDERSIGNED, being all of the Shareholders and Directors of **CLARK PROPERTIES CORPORATION and MPC BUILDERS, INC. both Florida Corporations**, do hereby adopt the following Plan of Merger.

1. Clark Properties Corporation and MPC Builders, Inc. do hereby agree to merge, and the surviving corporation shall be **CLARK PROPERTIES CORPORATION**, into which MPC Builders, Inc. agrees to merge.
2. The terms and conditions of the proposed merger are that the Shareholders of MPC Builders, Inc. be relieved of any personal obligations which they may have for the debts of MPC Builders, Inc., which debts and guarantees will be assumed by Clark Properties Corporation in return for the agreement to the Articles of Merger.
3. The effective date of the merger shall be as of the date of filing with the Office of the Florida Secretary of State.
4. The Board of Directors of MPC Builders, Inc. and Clark Properties Corporation have recommended this Plan of Merger to the Shareholders, and by execution hereinbelow, the Shareholders evidence their unanimous consent thereto.
5. The Articles of Incorporation of Clark Properties Corporation, the surviving corporation, will not differ from its Articles of Incorporation before the merger.
6. Each Shareholder of Clark Properties Corporation, the surviving corporation, whose shares were outstanding immediately prior to the effective date of the merger will hold the same number of shares with identical designations, preferences, limitations and relative rights, immediately after the merger.
7. In a meeting held on the date of execution hereof, all Directors and Shareholders of Clark Properties Corporation and MPC Builders, Inc. voted in favor of the Plan of Merger described herein.
8. This Plan of Merger shall be filed with the Department of State by Clark Properties Corporation.

THE UNDERSIGNED parties have executed this Plan of Merger the 23rd day of May, 2003.

CLARK PROPERTIES CORPORATION

BY: [Signature]
D. ANDREW CLARK, PRESIDENT

SHAREHOLDERS OF CLARK PROPERTIES CORPORATION:

[Signature]
DOUGLAS J. CLARK, AS TRUSTEE OF THE DOUGLAS J. CLARK TRUST DATED FEBRUARY 7, 1992

[Signature]
D. ANDREW CLARK

SOLE DIRECTORS OF CLARK PROPERTIES CORPORATION:

[Signature]
DOUGLAS J. CLARK

[Signature]
D. ANDREW CLARK

MPC BUILDERS, INC.

BY: [Signature]
DOUGLAS J. CLARK, PRESIDENT

SHAREHOLDERS OF MPC BUILDERS, INC.:

[Signature]
DOUGLAS J. CLARK, SOLE SHAREHOLDER

SOLE DIRECTORS OF MPC BUILDERS, INC.

[Signature]
DOUGLAS J. CLARK

[Signature]
D. ANDREW CLARK