

ARTICLES OF MERGER
OF
SUPPORT OUR TROOPS – OREGON CHAPTER, INC.
AN OREGON NONPROFIT CORPORATION
INTO
SUPPORT OUR TROOPS, INC.,
A FLORIDA NOT FOR PROFIT CORPORATION

FILED
11 DEC -2 AM 11:06
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I - NAME & AND JURISDICTION OF THE SURVIVING CORPORATION

The surviving corporation is Support Our Troops, Inc., a Florida not for profit corporation, N05000002249, and its articles of incorporation are not changed by this merger.

ARTICLE II - NAME AND JURISDICTION OF THE MERGING CORPORATION

The merging corporation is Support Our Troops – Oregon Chapter, Inc. (OR#295761-96).

ARTICLE III –PLAN OF MERGER.

The Plan of Merger is attached and by reference is incorporated herein.

ARTICLE IV – EFFECTIVE DATE OF MERGER

The merger shall become effective on the date these Articles of Merger are filed with the Florida Department of State.

ARTICLE V - ADOPTION OF MERGER BY SURVIVING CORPORATION

The plan of merger was adopted by unanimous written consent of the directors of the surviving corporation and executed in accordance with section 617.0701, Florida Statutes.

ARTICLE VI - ADOPTION OF MERGER BY MERGING CORPORATION

The plan of merger was adopted by unanimous written consent of the members and directors of the merging corporation and executed in accordance with Chapter 65, Oregon Statutes and section 617.0701, Florida Statutes.

For the Merging Corporation

I state under penalty of perjury that to the best of my knowledge the facts herein are true and correct.

For the Surviving Corporation

Support Our Troops – Oregon Chapter,
Inc.

BY: _____
Martin C. Boire, as President

John Yozamp, as Director

Martin C. Boire, as Director

Bruce Jonas, as Director

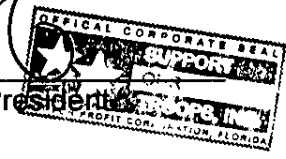
Support Our Troops, Inc.

BY: _____
Martin C. Boire, as President

Joseph V. Anania, as Director

Martin C. Boire, as Director

Bruce Jonas, as Director



PLAN OF MERGER
OF
SUPPORT OUR TROOPS – OREGON CHAPTER, INC.
AN OREGON NONPROFIT CORPORATION
INTO
SUPPORT OUR TROOPS, INC.,
A FLORIDA NOT FOR PROFIT CORPORATION

Summary.

- Surviving Organization: Support Our Troops, Inc. (hereafter SOT) is organized under the laws of Florida (FL#N05000002249) and is registered to engage in business in Oregon (OR#799376-95).
- Merged Organization: Support Our Troops – Oregon Chapter, Inc. (OR#29561-96) (hereafter SOTOC) is organized under the laws of Oregon.
- Approved: By Board of SOT (SOT has no members), and by the Board and Membership of SOTOC.
- Name of Surviving Organization: Support Our Troops, Inc.
- Stock: Both organizations are non-stock corporations.
- Non-Profit: Both organizations are not-for-profit organizations.
- Articles of Incorporation: The Articles of Incorporation of Support Our Troops, Inc. are not changed by this merger.

Purpose of Merger.

SOTOC is organized under the laws of Oregon, and SOT is organized under the laws of Florida and registered to engage in business in Oregon.

To best serve the troops and their families SOTOC has steadfastly pursued the maximum charitable efficiency, doing the most good possible with the least possible overhead.

In these changing economic times SOTOC intends to use prudent business sense in all manner possible to maximize charitable performance for its intended beneficiaries.

As named in SOTOC's Articles of Incorporation SOT is affiliated with SOTOC for the common purpose of serving the troops and their families, and SOT as parent charity has been handling all of the administrative work for SOTOC to date.

SOT is also active in Oregon, and its overhead is consistently below three percent (3%) to date and SOT can maintain and increase the two groups' common mission efficiency by merging SOTOC's operation into SOT's larger operation.

For reduction of paperwork, creation of more time to focus on the corporate mission, and to keep administrative costs down, the Board of Directors of SOT and the Board of Directors of SOTOC have determined it best to merge the subsidiary organization SOTOC into SOT which will then continue forth to do business within Oregon.

In these changing economic times SOT intends to continue to use prudent business and maximize charitable efficiency by avoiding the costs of unproductive duplication.

This will also place SOT of record and review in Oregon, increase name recognition, increase the speed and ease with which people can find and interact with the organization, and thereby increase the ability to fulfill the mission.

The Oregon Attorney General Office on November 7, 2011 informed both organizations that under Oregon Code 65-484 prior written consent pursuant is not required for this type of merger.

For the aforesaid reasons it will best fulfill the purposes of both organizations for SOTOC to merge into SOT in accordance with Article XIII of the Articles of Incorporation of SOTOC, and SOT will continue forward to serve the troops and their families.

Plan of Merger of SOTOC into SOT.

SOT and SOTOC approve the merger of SOTOC into the parent SOT and the execution of any necessary Articles of Merger. SOT has no members and the right to amend or restate is vested in the Board, and SOT is the only member and voting member of SOTOC.

SOT shall upon merger acquire all rights and obligations of SOTOC, including all the rights, privileges, immunities, and powers of said corporation.

SOT shall upon merger possess all the rights, privileges, immunities, and franchises, of a public as well as of a private nature, of SOTOC.

Upon merger all real, personal, and mixed property, all debts due on whatever account, all other choses in action, and all and every other interest of or belonging to or due SOTOC shall be taken and deemed to be transferred to and vested in SOT without further act or deed. No assets will be retained by SOTOC after the merger.

The asset of SOTOC is a "support our troops" group license plate that was issued by the Oregon DMV, which can henceforth be most efficiently administered by Support Our Troops, Inc. The aforesaid special plate asset and revenue generated thereby and derived therefrom are hereby transferred to Support Our Troops, Inc. in accordance with Article XIII of the Articles of Incorporation of SOTOC.

There are no changes to the current Articles of Incorporation of SOT as a result of this merger. The merger shall become effective on the date the Articles of Merger are filed with the Florida Department of State.

SOT is the surviving/acquiring corporation, and will continue to be governed under the laws of the State of Florida.

No person in SOT or SOTOC is entitled to be paid any compensation or receive any financial benefit as a result of this merger.

The officers of SOT and SOTOC are authorized, empowered and directed execute any and all documents and take all actions necessary and proper to implement the foregoing.

On behalf of the troops and their families the Board thanks everyone who has been involved to date and looks forward to doing continued good works with them under the new format in Oregon.