

P02000019255

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CORPORATION RECORDS  
2013 DEC 26 AM 8:22  
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2013/12/26  
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Sunstate Research

Requester's Name

Address

656-5454

City/State/Zip

Phone #

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CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. Next Step Financial Holdings Inc. (Corporation Name) (Document #)

2. into (Corporation Name) (Document #)

3. Market Traders Institute, Inc (Corporation Name) (Document #)

4. (Corporation Name) (Document #)

- Walk in, Pick up time, Certified Copy, Mail out, Will wait, Photocopy, Certificate of Status

NEW FILINGS

- Profit, Not for Profit, Limited Liability, Domestication, Other

AMENDMENTS

- Amendment, Resignation of R.A., Officer/Director, Change of Registered Agent, Dissolution/Withdrawal, Merger

OTHER FILINGS

- Annual Report, Fictitious Name

REGISTRATION/QUALIFICATION

- Foreign, Limited Partnership, Reinstatement, Trademark, Other

Examiner's Initials

**ARTICLES OF MERGER  
OF  
NEXT STEP FINANCIAL HOLDINGS, INC.  
WITH AND INTO  
MARKET TRADERS INSTITUTE, INC.**

*eff  
12/31*

Pursuant to the provisions of Section 607.1105, Florida Business Corporation Act (the "Act"), the undersigned hereby certify that:

1. **NEXT STEP FINANCIAL HOLDINGS, INC.**, a Florida corporation with Document Number P10000096232 (the "Merging Corporation") shall be merged with and into **MARKET TRADERS INSTITUTE, INC.**, a Florida corporation with Document Number P02000019255 (the "Surviving Corporation"), which shall be the surviving corporation (such merger, the "Merger").

2. The Plan of Merger, dated as of December 16, 2013, pursuant to which the Merger was approved and a copy of which is attached hereto as Exhibit "A", was executed and adopted by the Merging Corporation and the Surviving Corporation in accordance with the Act, and approved by the shareholders of the Merging Corporation and the shareholders of the Surviving Corporation by written consents each dated as of December 16, 2013.

3. The Merger shall become effective as of December 31, 2013 (the "Effective Date").

IN WITNESS WHEREOF, these Articles of Merger have been executed on behalf of the Merging Corporation and the Surviving Corporation by their respective authorized officers as of the 16<sup>th</sup> day of December, 2013.

NEXT STEP FINANCIAL HOLDINGS, INC.,  
a Florida corporation

By: \_\_\_\_\_

Name: Joshua Martinez  
Title: President

13 DEC 26 PM 3:29

FILED

MARKET TRADERS INSTITUTE, INC.,  
a Florida corporation

By: \_\_\_\_\_

Name: Jacob Martinez  
Title: President

**EXHIBIT A**

**PLAN OF MERGER**

**PLAN OF MERGER  
OF  
NEXT STEP FINANCIAL HOLDINGS, INC.  
AND  
MARKET TRADERS INSTITUTE, INC.**

This PLAN OF MERGER (this "Plan of Merger") is made by and between NEXT STEP FINANCIAL HOLDINGS, INC., a Florida corporation (the "Merging Corporation") and MARKET TRADERS INSTITUTE, INC., a Florida corporation (the "Company" or the "Surviving Corporation").

AGREEMENT

1. On the Effective Date (as defined in Paragraph 7), in accordance with the provisions of this Plan of Merger and the provisions of the Florida Business Corporation Act, pursuant to the terms of an Agreement and Plan of Merger (the "Merger Agreement"), the Merging Corporation shall be merged with and into the Company, which shall be the Surviving Corporation (the "Merger") and the separate existence of the Merging Corporation shall cease. The Company, as the Surviving Corporation, shall continue unaffected and unimpaired by the Merger and shall possess and retain every interest of the Surviving Corporation in all assets and properties of every description and wherever located. The rights, privileges, immunities, powers, franchises, and authority, public as well as private, of the Merging Corporation shall be vested in the Surviving Corporation without further act. All obligations due to the Merging Corporation shall be vested in the Surviving Corporation without further act. The Surviving Corporation shall be liable for all of the obligations of the Merging Corporation existing as of the Effective Date.

2. The Articles of Incorporation of the Surviving Corporation as in effect on the Effective Date shall remain in effect and be the Articles of Incorporation of the Surviving Corporation, which may be amended from time to time after the Effective Date as provided by law.

3. The Bylaws of the Surviving Corporation as in effect on the Effective Date shall remain in effect and be the Bylaws of the Surviving Corporation, which may be amended from time to time after the Effective Date as provided by law, the Articles of Incorporation or said Bylaws.

4. From and after the Effective Date, the Board of Directors of the Surviving Corporation immediately prior to the Effective Date shall be the Board of Directors of the Surviving Corporation.

5. From and after the Effective Date, the officers of the Surviving Corporation immediately prior to the Effective Date shall be the officers of the Surviving Corporation in the same capacities they respectively held prior to the Effective Date.

6. On the Effective Date, all of the issued and outstanding shares of capital stock of the Merging Corporation and the outstanding stock of the Company, shall by virtue of the Merger and without any action on the part of the respective holders thereof, become converted into shares of the capital stock of the Surviving Corporation:

- a. All one hundred (100) outstanding shares of common stock, no par value, of the Merging Corporation, outstanding immediately prior to the Effective Date (as defined in paragraph 8) shall be converted into one (1) total share of common stock \$0.01 par value, of the Surviving Corporation.

7. The Merger shall become effective on December 31, 2013 (the "Effective Date").

8. The proper officers of the Merging Corporation and the Company, respectively, are duly authorized, empowered, and directed to do any and all acts and things, and to make, execute, deliver, file and/r record any and all instructions, papers, and documents, that shall be or become necessary, proper, or convenient to carry out or put into effect any of the provisions of this Plan of Merger or of the Merger.

IN WITNESS WHEREOF, the Merging Corporation and the Company have caused this Plan of Merger to be signed in their corporate names by their respective authorized officers as of December 16, 2013.

NEXT STEP FINANCIAL HOLDINGS, INC.,  
a Florida corporation

By: 

Name: Joshua Martinez

Title: President

MARKET TRADERS INSTITUTE, INC.,  
a Florida corporation

By: 

Name: Jacob Martinez

Title: President