

P04000127217

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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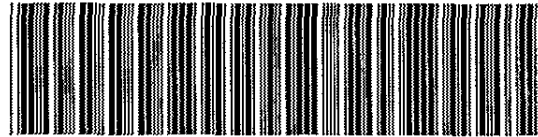
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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08/18/06--01034--018 **78.75

EFFECTIVE DATE
09-01-06

STATE OF FLORIDA
TALLAHASSEE, FLORIDA

2006 AUG 18 AM 9:02

FILED

Merger

C. Goulette AUG 24 2006

LAW OFFICES
BRYAN W. BAUMAN, P.A.

11820 N. W. 37th STREET
CORAL SPRINGS, FLORIDA 33065

BRYAN W. BAUMAN
E-MAIL: BBAUMAN@BAUMANPA.COM

TELEPHONE: (954) 656-8077
FAX: (954) 796-3401

August 17, 2006

VIA FEDERAL EXPRESS

Amendment Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, Florida 32301

Re: RCP Home Program, Inc./Renal CarePartners of Davie, Inc.

Dear Ladies and Gentlemen:

Enclosed are an original and one copy of the Articles of Merger of RCP Home Program, Inc., whereby Renal CarePartners of Davie is merging with and into RCP Home Program, with RCP Home Program, inc being the surviving corporation. Also enclosed is a check for \$78.75 to cover the filing fee and a certified copy of the Articles of Merger.

Please return the certified copy to the undersigned at the above stated address. If you have any questions, please contact the undersigned.

Very truly yours,



BRYAN W. BAUMAN

BWB/nsc
Enclosures
cc: Orestes L. Lugo

ARTICLES OF MERGER

Pursuant to Florida Statutes ' 607.1101 of Florida Statutes, **RENAL CAREPARTNERS OF DAVIE, INC.**, a Florida corporation ("Davie"), and **RCP HOME PROGRAM, INC.**, a Florida corporation adopt the following Articles of Merger for the purpose of merging DAVIE and HOME (the "Merger"), with HOME being the surviving corporation.

ARTICLE I

The names and jurisdictions of incorporation of all parties to the Merger are as follows:

<u>Name of Corporation</u>	<u>Jurisdiction of Incorporation</u>	<u>Document Number</u>
RENAL CAREPARTNERS OF DAVIE, INC.	Florida	P05000063365
RCP HOME PROGRAM, INC.	Florida	P04000127217

ARTICLE II

The surviving corporation in the Merger is:

<u>Name of Corporation</u>	<u>Jurisdiction of Incorporation</u>	<u>Document Number</u>
RCP HOME PROGRAM, INC.	Florida	P04000127217

EFFECTIVE DATE
09-01-06

ARTICLE III

The following Plan of Merger was approved by each of the constituent corporations in the manner prescribed by law:

1. DAVIE shall be merged into HOME, whereby HOME shall be surviving corporation.
2. On the effective date of the Merger, the separate existence of DAVIE shall cease and its stock shall be canceled and HOME shall succeed to all the properties, rights, and other assets and shall be subject to all the liabilities of HOME without further action by any of the corporations.
3. On the effective date of the Merger, each share of common stock of DAVIE shall be converted into one share of common stock of HOME. Holders of DAVIE common stock shall surrender such certificates to HOME at its corporate offices of 14361 Commerce Way, Suite 306, Miami Lakes, Florida 33016. Upon receipt of such certificates, HOME shall issue and exchange certificates in accordance with the ratio set forth herein.

ARTICLE IV

The Articles of Incorporation and By-Laws of HOME, shall continue to be the Articles of Incorporation and By-Laws following the date of the Merger.

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2006 AUG 18 AM 9:02
CLERK OF STATE
TALLAHASSEE, FLORIDA

ARTICLE V

If at any time HOME shall determine that additional conveyances, documents, or other actions are necessary to carry out the provisions of this Plan of Merger, the officers and directors of DAVIE, as of the effective date of the Merger, shall execute such conveyances and documents or take such actions.

ARTICLE VI

The effective date of the Merger shall be September 1, 2006.

ARTICLE VII

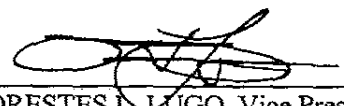
On the effective date of the Merger, HOME shall thereupon and thereafter possess all the rights, privileges, immunities, and franchises of a public as well as a private nature of each of the merging corporations. All property, real, personal, and mixed, all debts due on whatever account, including subscription to shares, and every other interest of or belonging to or to each of the corporations so merged shall be taken and deemed to be transferred to and vested in HOME without further act or deed and the title to any real estate or any interest therein vested in any such corporation shall not revert or be in any way impaired by reason of such Merger.

ARTICLE VIII

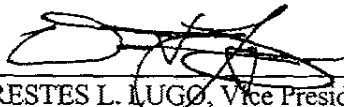
1. The Merger was adopted by written consent of the directors of HOME and DAVIE in accordance with Florida Statutes ' 607.1103 on July 17, 2006
2. The Merger was adopted by the shareholders of DAVIE by unanimous written consent of the shareholders of DAVIE in accordance with ' 607.1103 and 607.0704.
3. The Merger was adopted by the sole shareholder of HOME by unanimous written consent in accordance with ' 607.1103 and 607.0704.

DATED this 20th day of July, 2006.

**RENAL CAREPARTNERS OF DAVIE,
INC., a Florida corporation**

By: 
ORESTES L. LUGO, Vice President

**RENAL CAREPARTNERS OF DAVIE,
INC., a Florida corporation**

By: 
ORESTES L. LUGO, Vice President