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MERGER OR SHARE EXCHANGE

Artay, Inc.

Certificate of Status	0
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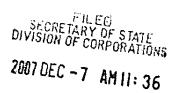
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ARTICLES OF MERGER

(Profit Corporations)

The following articles of merger are submitted in accordance with the Florida Business Corporation Act, pursuant to section 607.1105, Florida Statutes.

Name	<u>Jurisdiction</u>	<u>Document Number</u> (if known' applicable)
Artsy, Inc.	Florida	
Second: The name and juri	sdiction of each <u>merging</u> corporation:	
Name	Jurisdiction	Document Number (If known/ applicable)
Artay, Inc.	Pennsylvania	
		
Department of State.	secome effective on the date the Articles of	·
Fourth: The merger shall t Department of State.		·
Fourth: The merger shall to Department of State. OR 12 / 7 / 07 Fifth: Adoption of Merger	pecome effective on the date the Articles of(Enter a specific date, NOTE: An effective date	e cannot be prior to the date of filing or more
Fourth: The merger shall to Department of State. OR 12 / 7 / 07 Fifth: Adoption of Merger The Plan of Merger was add. The Plan of Merger was add.	(Enter a specific date. NOTE: An effective date than 90 days after merger file date.)	e cannot be prior to the date of filing or more ONLY ONE STATEMENT) corporation on December 6, 2007 ving corporation on
Fourth: The merger shall to Department of State. OR 12 / 7 / 07 Fifth: Adoption of Merger The Plan of Merger was add The Plan of Merger was add Sixth: Adoption of Merger	(Enter a specific date. NOTE: An effective date than 90 days after merger file date.) by surviving corporation - (COMPLETE Opted by the shareholders of the surviving copted by the board of directors of the surviving copted by the surviving copted by the board of directors of the surviving copted by the surviving copte	e cannot be prior to the date of filing or more ONLY ONE STATEMENT) corporation on December 6, 2007 ving corporation on
Fourth: The merger shall to Department of State. OR 12 / 7 / 07 Fifth: Adoption of Merger The Plan of Merger was add The Plan of Merger was add Sixth: Adoption of Merger The Plan of Merger was add The Plan of Merger was add The Plan of Merger was add	(Enter a specific date. NOTE: An effective date than 90 days after merger file date.) by surviving corporation - (COMPLETE Opted by the shareholders of the surviving copted by the board of directors of the surviving and shareholder approval was not required by merging corporation(s) (COMPLETE O	e cannot be prior to the date of filing or more ONLY ONE STATEMENT) corporation on December 6, 2007 Ving corporation on NLY ONE STATEMENT) orporation(s) on December 6, 2007

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Seventh: SIGNATURES FOR EACH CORPORATION

Name of Corporation	Signature of an Officer or Director	Typed or Printed Name of Individual & Title	
Artsy, Inc.	By: /////	Joel Greenberg, Vice President	
Artay, Inc.		Brian Sullivan, Transurer	
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PLAN OF MERGER

(Non Subsidiaries)

The following plan of merger is submitted in compliance with section 607.1101, Florida Statutes, and in accordance with the laws of any other applicable jurisdiction of incorporation.

First: The name and jurisdiction of the <u>nurviving</u> corporation:

Name

Attay, Inc.

Florida

Second: The name and jurisdiction of each <u>merging</u> corporation:

Name

Jurisdiction

Artay, Inc.

Pennsylvania

Third: The terms and conditions of the merger are as follows:

On the date of merger, Artay, Inc. (the "Merged Corporation") shall be merged with and into Artay, Inc. (the "Surviving Corporation"). On the date of merger, the Merged Corporation shall cease to exist and the Surviving Corporation shall assume all obligations and obtain all rights of the Merged Corporation. The certificate of incorporation of the Surviving Corporation shall be the certificate of incorporation of the surviving corporation.

Fourth: The manner and basis of converting the shares of each corporation into shares, obligations, or other securities of the surviving corporation or any other corporation or, in whole or in part, into each or other property and the manner and basis of converting rights to acquire shares of each corporation into rights to acquire shares, obligations, or other securities of the surviving or any other corporation or, in whole or in part, into each or other property are as follows:

On the date of merger, the issued and outstanding shares of common stock of the Merged Corporation (i.e. I share) will constitute and be exchangeable for the issued and outstanding shares of the Surviving Corporation (i.e. 100 shares).

(Attach additional sheets if necessary)

YLOGE - 12/20/05 C T By Mari Calling

THE FOLLOWING MAY BE SET FORTH IF APPLICABLE: Amendments to the articles of incorporation of the surviving corporation are indicated below or attached: OR

Other provisions relating to the merger are as follows:

Restated articles are attached:

PLOSE - 12/16/03 C T-System Collect