

P11000101095

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

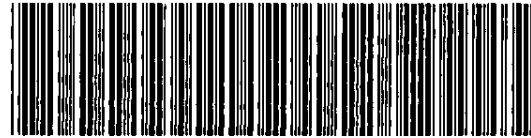
(Business Entity Name)

(Document Number)

Certified Copies Certificates of Status

Special Instructions to Filing Officer:

Office Use Only



300214623503

12/15/11--01028--001 **78.75

Effective date
12-31-11
Merge
Tewis

SECRETARY OF STATE
TALLAHASSEE FLORIDA

14 DEC 15 AM 11:37

FILED

Telefax: (305) 444-4630

Hector J. Mir, P.A.
ATTORNEY AT LAW

Suite 1107, Gables International Plaza
2655 LeJeune Road
Coral Gables, Florida 33134

Telephone: (305) 444-0460

December 12, 2011

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

Via USPS Priority Mail

Re: ALGOBEDA OCHO, INC., a Florida corporation
CAPE CAT CORPORATION, a Florida corporation

Gentlemen:

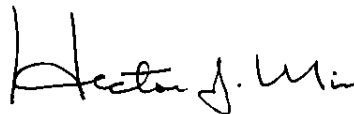
Enclosed please find two originals of Articles of Merger of ALGOBEDA OCHO INC. and CAPE CAT CORPORATION together with my check in the amount of \$78.75 in payment of the following:

Filing fee	\$ 70.00
Certified copy	<u>8.75</u>
	\$ 78.75

If the above documents are in order, I would appreciate that you file one original, certify the other, and send the certified original to the undersigned at the above address.

Thank you for your assistance. If you have any questions, please call me.

Sincerely,



Hector J. Mir

HJM/cm
Enclosures

FILED

11 DEC 15 AM 11:37

SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLES OF MERGER

OF

ALGOBEDA OCHO, INC., a Florida corporation

AND

CAPE CAT CORPORATION, a Florida corporation

The undersigned duly authorized officers of ALGOBEDA OCHO, INC., a Florida corporation, incorporated on March 14, 2001 ("OCHO") and CAPE CAT CORPORATION, a Florida corporation, incorporated on March 1, 2001 ("CAPE CAT") hereby file these Articles of Merger in order to effect a merger under the laws of the State of Florida.

ARTICLE I

PLAN OF MERGER

1. OCHO shall be merged into CAPE CAT, which shall be the Surviving Corporation, in accordance with the provisions of the Florida Business Corporation Act and conditions set forth in this Plan of Merger duly adopted by the Board of Directors of each of OCHO and CAPE CAT and duly approved by the sole shareholder of each corporation.

2. The name of the Surviving Corporation shall be CAPE CAT CORPORATION.

3. On the Effective Date, all the property, real, personal or mixed of each of OCHO and CAPE CAT, and debts due to either of them, and the rights, privileges, powers and franchises of a public as well as private nature, and every other interest of each of OCHO and CAPE CAT, shall be transferred to and vested in or shall continue to be vested in CAPE CAT, the Surviving Corporation, without further act or deed, and shall be thereafter the property of the Surviving Corporation; and title to any real estate whether vested by deed or otherwise in any of these corporations shall not revert or be in any way impaired by reason of this merger.

4. CAPE CAT, the Surviving Corporation, upon the Effective Date, shall assume all debts, liabilities, obligations and duties of OCHO, and CAPE CAT agrees that it may be sued for any prior obligation of OCHO, including actions by dissenting shareholders, so long as any liability remains outstanding against OCHO.

5. The authorized capital stock of OCHO consists of 2,000 shares of common stock with a par value of US \$.01 of which 200 shares have been issued and are outstanding. The authorized capital stock of CAPE CAT consists of 50,000 shares of common stock with a par value of US \$1.00 of which 50,000 shares have been issued and are outstanding.

6. On the Effective Date, each of the issued and outstanding shares of OCHO stock shall be cancelled as both OCHO and CAPE CAT have the same shareholder.

7. The Articles of Incorporation of the Surviving Corporation shall be the Articles of Incorporation of CAPE CAT, as now stated.

8. The Bylaws and Board of Directors of the Surviving Corporation shall be the Bylaws and Board of Directors of CAPE CAT, as now stated.

ARTICLE II

DATE OF ADOPTION

The Plan of Merger was duly adopted by the sole shareholder of OCHO and by the sole shareholder of CAPE CAT on December 7, 2011.

ARTICLE III

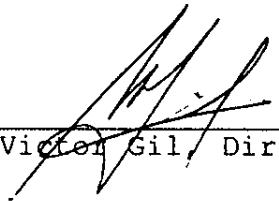
EFFECTIVE DATE AND TIME

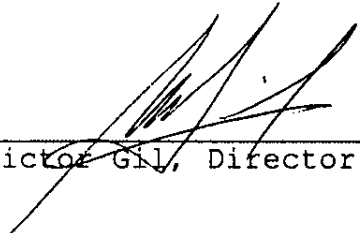
The date and time on which this merger is to be effective (the "Effective Date") shall be at 11:59 P.M. on December 31, 2011.

IN WITNESS WHEREOF, the parties hereto have executed
these Articles of Merger on December 7, 2011.

ALGOBEDA OCHO, INC.,
a Florida corporation

CAPE CAT CORPORATION,
a Florida corporation

By: 
Victor Gil, Director

By: 
Victor Gil, Director