

201927

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Division of Corporations
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MERGER OR SHARE EXCHANGE
THE GREEN CORPORATION

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December 17, 2008

FLORIDA DEPARTMENT OF STATE
Division of Corporations

THE GREEN CORPORATION
241 MAIN STREET, STE. 100
BUFFALO, NY 14203

SUBJECT: THE GREEN CORPORATION
REF: 201927

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The articles of merger must contain the provisions of the plan of merger or the plan of merger must be attached.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6908.

Sylvia Gilbert
Regulatory Specialist II

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF MERGER

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

First: The name and jurisdiction of the surviving corporation:

EFFECTIVE DATE
12-31-08

<u>Name</u>	<u>Jurisdiction</u>	<u>Document Number</u>
The Green Corporation	Florida	

Second: The name and jurisdiction of each merging corporation:

<u>Name</u>	<u>Jurisdiction</u>	<u>Document Number</u>
Ackley Holding Co., Inc.	New York	

Third: The Plan of Merger is attached.

Fourth: The merger shall become effective on December 31, 2008.

Fifth: The Plan of Merger was adopted by the shareholders of the surviving corporation on December 1, 2008.

Sixth: The Plan of Merger was adopted by the shareholders of the merging corporation on December 1, 2008 owned by the Estate of Ann S. Carlson

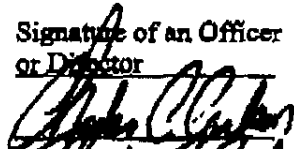
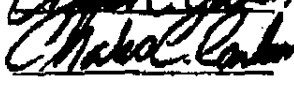
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Seventh:

<u>Name of Corporation</u>	<u>Signature of an Officer or Director</u>	<u>Typed or Printed Name of Individual and Title</u>
Ackley Holding Co., Inc.		Charles C. Carlson, ^{VICE} President
The Green Corporation		Charles C. Carlson, ^{VICE} President

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PLAN OF MERGER

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.

The name and jurisdiction of the parent corporation owning 100 percent of the outstanding shares of each class of the subsidiary corporation:

<u>Name</u>	<u>Jurisdiction</u>
Ackley Holding Co., Inc.	New York

The name and jurisdiction of each subsidiary corporation:

<u>Name</u>	<u>Jurisdiction</u>
The Green Corporation	Florida

The manner and basis of converting the shares of the subsidiary corporation into shares, obligations, or other securities is as follows:

Shares of The Green Corporation shall be issued pro rata to shareholders of Ackley Holding Co., Inc., the parent corporation on the surrender of certificates for the shares in Ackley Holding Co., Inc.

The Green Corporation ("Subsidiary") has authorized 5,000 shares of common stock with a par value of \$10 and 1,000 shares are outstanding and all shares are owned by Ackley Holding Co., Inc. ("Parent"). Subsequent to the merger, The Green Corporation will be the surviving company and 500 of the issued and outstanding shares will be owned by Gretchen Nymoan and 500 shares will be owned by the Estate of Ann Carlson.

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2 7 5 8 5

Ackley Holding Co., Inc.

By *Charles C. Carlson* VICE
Charles C. Carlson, President

The Green Corporation

By *Charles C. Carlson* VICE
Charles C. Carlson, President

2 7 5 8 5