

318259

(Requestor's Name)

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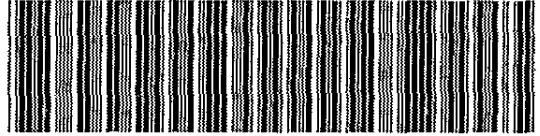
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2007 JAN 12 AM 9:03

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Merger

C. Coulllette JAN 16 2007

gj mery

SLOTT, BARKER & NUSSBAUM

ATTORNEYS AT LAW

A PARTNERSHIP OF PROFESSIONAL ASSOCIATIONS

334 EAST DUVAL STREET
JACKSONVILLE, FLORIDA 32202
TELEPHONE (904) 353-0033
TELECOPIER (904) 355-4148

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* CERTIFIED CIRCUIT CIVIL MEDIATOR
** BOARD CERTIFIED REAL ESTATE LAWYER

December 19, 1006

Florida Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

Re: Phillips, Muller, Thomas, Incorporated
Reference Number: P95000018313

Ladies and Gentlemen:

In response to your letter of December 12, 2006, the provisions of the plan of merger are stated in paragraph 1 of the Articles of Merger which are attached to this letter together with a check in the amount of \$35.00 for payment of the additional party to the articles of merger.

If you need additional information, please contact me.

Sincerely,



Denise L. Hartwell
Assistant to Earl M. Barker, Jr.

EMB:dlh
Enclosure

SLOTT, BARKER & NUSSBAUM

ATTORNEYS AT LAW

A PARTNERSHIP OF PROFESSIONAL ASSOCIATIONS

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JACKSONVILLE, FLORIDA 32202
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* CERTIFIED CIRCUIT CIVIL MEDIATOR
** BOARD CERTIFIED REAL ESTATE LAWYER

December 8, 2006

Florida Department of State
Division of Corporations
P. O. Box 1500
Tallahassee, FL 32302-1500

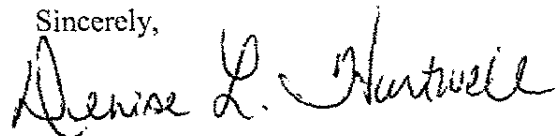
Re: Phillips Muller Thomas Incorporated
Allied Printing, Inc.

Ladies and Gentlemen:

Enclosed for filing is the Articles of Merger of Phillips Muller Thomas Incorporated into Allied Printing, Inc. Out trust account check in the amount of \$35.00, check number 8299 is attached to the corresponding documents.

If you have any questions regarding the enclosed, please call our office.

Sincerely,



Denise L. Hartwell

:dlh
Enclosures



FLORIDA DEPARTMENT OF STATE
Division of Corporations

December 12, 2006

DENISE L. HARTWELL
SLOTT, BARKER & NUSSBAUM
334 EAST DUVAL ST.
JACKSONVILLE, FL 32202

SUBJECT: PHILLIPS, MULLER, THOMAS, INCORPORATED
Ref. Number: P95000018313

We have received your document for PHILLIPS, MULLER, THOMAS, INCORPORATED and check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

There is a balance due of \$35.00. Refer to the attached fee schedule for a breakdown of the fees. Please return a copy of this letter to ensure your money is properly credited.

The fee to file articles of merger or articles of share exchange is \$35 per party to the merger or share exchange. Certified copies are optional and are \$8.75 for the first 8 pages of the document, and \$1 for each additional page, not to exceed \$52.50.

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) 245-6878.

Alan Crum
Document Specialist

Letter Number: 106A00070640



FLORIDA DEPARTMENT OF STATE
Division of Corporations

January 2, 2007

SLOTT, BARKER & NUSSBAUM
DENISE L. HARTWELL
334 EAST DUVAL ST.
JACKSONVILLE, FL 32202

SUBJECT: ALLIED PRINTING, INC.
Ref. Number: 318259

We have received your document for ALLIED PRINTING, INC. and check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

-----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) 245-6903.

Cheryl Coulliette
Document Specialist

Letter Number: 507A00000106

RECEIVED
07 JAN 12 AM 8:00
DIVISION OF CORPORATIONS

SLOTT, BARKER & NUSSBAUM

ATTORNEYS AT LAW

A PARTNERSHIP OF PROFESSIONAL ASSOCIATIONS

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* CERTIFIED CIRCUIT CIVIL MEDIATOR
** BOARD CERTIFIED REAL ESTATE LAWYER

January 9, 2007

Florida Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314


Re: Phillips, Muller, Thomas, Incorporated
Reference Number: P95000018313

Ladies and Gentlemen:

The Articles of Merger have been amended to read "Articles and Plan of Merger" in the above-referenced case as directed by your letter to me on January 2, 2007, and is hereby attached. A credit of \$70.00 is currently on file; please apply the credit to the filing of these documents.

I have enclosed a courtesy copy along with a self-addressed stamped envelope for you to return to me. If you need additional information, please contact me.

Sincerely,



Denise L. Hartwell
Assistant to Earl M. Barker, Jr.

/DLH
Enclosure

**ARTICLES AND PLAN OF MERGER
OF
PHILLIPS, MULLER, THOMAS, INCORPORATED,
INTO
ALLIED PRINTING, INC.**

FILED
2001 JAN 12 AM 9:03
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

THESE ARTICLES AND PLAN OF MERGER of PHILLIPS, MULLER, THOMAS, INCORPORATED, a Florida Corporation ("Merging Corporation") into ALLIED PRINTING, INC., a Florida corporation ("Surviving Corporation")

W I T N E S S E T H :

WHEREAS, the Merging Corporation is an active corporation existing under the laws of the State of Florida, established under Document Number P95000018313, issued by the Florida Department of State, Division of Corporations; and

WHEREAS, the Surviving Corporation is an active corporation existing under the laws of the State of Florida established under Document Number 318259, issued by the Florida Department of State, Division of Corporations; and

WHEREAS, the Merging Corporation is a debtor in a Bankruptcy Case currently pending in the United States Bankruptcy Court in and for the Middle District of Florida, Jacksonville Division under Case No. 3:04-bk-6812-JAF; and

WHEREAS, the Surviving Corporation is a debtor in a Bankruptcy Case currently pending in the United States Bankruptcy Court in and for the Middle District of Florida, Jacksonville Division under Case No. 3:04-bk-6811-JAF; and

WHEREAS, the Merging Corporation and the Surviving Corporation proposed a joint Amended Chapter 11 Plan which was duly confirmed by Order confirming Chapter 11 Plan entered on October 10, 2006, by which Order the cases of the Merging Corporation and the Surviving Corporation were substantively consolidated; and

WHEREAS, the confirmed Amended Chapter 11 Plan, among other things, provided for merger of the Merging Corporation into the Surviving Corporation as provided in these Articles and Plan of Merger; and

WHEREAS, the shareholders of the Merging Corporation and the Surviving Corporation are the same and they hold the same number and proportion of shares in each of said corporations; now, therefore,

Pursuant to said confirmed Amended Chapter 11 Plan of the Merging Corporation and the Surviving Corporation and §607.1105 of the Florida Business Corporation Act (the "Act"), the Merging Corporation and the Surviving Corporation have adopted and hereby publish and declare the following Articles and Plan of Merger:

1. On the Effective Date, Phillips, Muller, Thomas, Incorporated, a Florida corporation, (the "Merging Corporation") is merged into Allied Printing, Inc., a Florida corporation (the "Surviving Corporation"; all shareholders of the Merging Corporation are deemed to have surrendered their shares in the Merging Corporation and retain their shares in the Surviving Corporation; and the Surviving Corporation shall succeed to all property and property interests of the Merging Corporation, wherever located, real, personal and mixed, and, subject to the terms and provisions of the confirmed Amended Chapter 11 Plan, all debts and liabilities of the Merging Corporation. All shares of stock in the Merging Corporation shall be deemed surrendered, cancelled and void as of the Effective Date.
2. The Effective Date of these Articles and Plan of Merger is December 1, 2006, or the day thereafter that these Articles and Plan of Merger are received and filed by the Florida Department of State, Division of Corporations in accordance with law.
3. The name of the Surviving Corporation is:

ALLIED PRINTING, INC.
4. The plan of merger was approved by the Shareholders and Directors of the Merged Corporation and the Surviving Corporation by majority vote effective October 10, 2006.
5. The Articles of Incorporation of the Surviving Corporation are not amended or modified by the Plan.

IN WITNESS WHEREOF, the Merging Corporation and the Surviving Corporation have caused these presents to be executed in their name effective December 1, 2006.

PHILLIPS, MULLER, THOMAS,
INCORPORATED

By: 

Dorsey B. Thomas
Its President

ALLIED PRINTING, INC

By:


Dorsey B. Thomas
Its President

STATE OF FLORIDA

COUNTY OF DUVAL

The foregoing instrument was acknowledged before me this 5th day of January 2007, by Dorsey B. Thomas, President of Phillips, Muller, Thomas, Incorporated and Allied Printing, Inc., Florida corporations, on behalf of the corporations,

[Check One]



who is/are personally known to me or

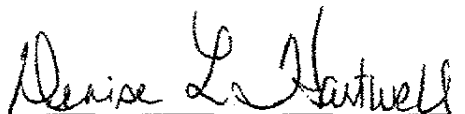


who has/have produced _____ as
identification,

and who did not take an oath.

(Seal)

DENISE L. HARTWELL
Notary Public, State of Florida
My comm. exp. Sept. 11, 2009
Comm. No. DD 470665



Denise L. Hartwell
Notary Public, State of Florida
My commission expires: