

414742

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May 31, 2001

United Parcel Service

Florida Department of State  
Division of Corporations  
Merger Section  
409 E. Gaines Street  
Tallahassee, Florida 32399

FILED  
01 JUN -1 AM 8:51  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Re: Name Change, Mergers, and Request for Certified Copies

Ladies and Gentlemen:

200004341912--4  
-06/01/01--01099--003  
\*\*\*\*323.75 \*\*\*\*\*78.75

We file the following documents:

1. Articles of Amendment to Articles of Incorporation of First Fund Broward, Inc. (corporate name change from First Fund Broward, Inc. to Ivenco Land Group, Inc.);
2. Articles of Merger of University Three Enterprises, Inc. and University Food Properties, Inc. into University Sunshine Properties, Inc., and attached Plan of Merger;
3. Articles of Merger of Jove Properties, Inc. into New Excalibur, Inc., and attached Plan of Merger; and
4. Articles of Merger of Jupiter 95, Inc. into Ivenco Land Group, Inc., and attached Plan of Merger.

We request one (1) set of certified copies of the following records:

1. Articles of Amendment to Articles of Incorporation of First Fund Broward, Inc. (corporate name change from First Fund Broward, Inc. to Ivenco Land Group, Inc.);
2. Articles of Merger of Jove Properties, Inc. into New Excalibur, Inc., and attached Plan of Merger

*merger*

T. LEWIS JUN 8 2001

3. Articles of Merger of Jupiter 95, Inc. into Ivenco Land Group, Inc., and attached Plan of Merger.

We request two (2) sets of certified copies of the following records:

1. Articles of Merger of University Three Enterprises, Inc. and University Food Properties, Inc. into University Sunshine Properties, Inc., and attached Plan of Merger;

Enclosed are our check in the amount of \$323.75 (\$280 for filing fees, \$43.75 for copy fees) and a prepaid, self addressed UPS air bill for your use in returning the requested documents.

If you have any questions, please contact me.

Sincerely,

A handwritten signature in black ink, appearing to read "Russell C. Weigel III", with a horizontal line extending to the right.

Russell C. Weigel III  
Fla. Bar No. 822159

Enclosures: Original Documents  
Check  
Prepaid UPS air bill

cc: Ivenco, Inc. (w/o enclosures)

ARTICLES OF MERGER  
Merger Sheet

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MERGING:

JUPITER 95, INC., a Florida entity, M56168

INTO

**IVENCO LAND GROUP, INC.,** a Florida entity, 414742

File date: June 1, 2001

Corporate Specialist: Thelma Lewis

**ARTICLES OF MERGER  
OF  
JUPITER 95, INC.,  
A FLORIDA CORPORATION,  
INTO  
IVENCO LAND GROUP, INC.,  
A FLORIDA CORPORATION**


**FILED**  
01 JUN -1 AM 8:51  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Pursuant to Section 607.1105 of the Florida Business Corporation Act, Jupiter 95, Inc., a Florida corporation ("Jupiter 95"), and Ivenco Land Group, Inc., a Florida corporation ("Ivenco Land"), hereby adopt the following Articles of Merger for the purpose of merging Jupiter 95 into Ivenco Land (the "Merger"):


- FIRST:** Plan of Merger is attached hereto and provides, among other things, that:
1. The names of the merging companies are Jupiter 95, Inc. and Ivenco Land Group, Inc., and the name of the surviving corporation is Ivenco Land Group, Inc., a Florida corporation.
  2. The articles of incorporation of Ivenco Land shall be the articles of incorporation of the surviving corporation.
  3. Upon the effectiveness of the Merger, each share of Jupiter 95 shall, by virtue of the Merger, and without any action on the part of the holder thereof, be cancelled.
- SECOND:** The effective date of the Merger shall be June 1, 2001.
- THIRD:** The shareholders and the board of directors of each corporation approved the Merger and adopted the Plan of Merger on May 31, 2001.

IN WITNESS WHEREOF, Jupiter 95, Inc. and Ivenco Land Group, Inc. have caused these Articles of Merger to be executed in their respective names and on their behalf by their respective authorized persons on May 31, 2001.

**JUPITER 95, INC.**

By:   
Ernest M. Halpryn  
President and Director

**IVENCO LAND GROUP, INC.**

By:   
Ernest M. Halpryn  
President and Director

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## **PLAN OF MERGER**

**THIS PLAN OF MERGER** by Jupiter 95, Inc., a Florida corporation ("Jupiter 95"), and Ivenco Land Group, Inc., a Florida corporation ("Ivenco Land") (collectively referred to as the "Merging Companies"), is adopted as of May 31, 2001 by the Board of Directors of each corporation:

### **Section I**

#### **Names of Corporations**

The names of the Merging Companies are Jupiter 95, Inc. and Ivenco Land Group, Inc. Jupiter 95 shall be merged with and into Ivenco Land, with Ivenco Land remaining as the surviving corporation.

### **Section II**

#### **Conversion of Shares**

Upon the effectiveness of the Merger, each share of Jupiter 95 shall, by virtue of the Merger, and without any action on the part of the holder thereof, be cancelled. The articles of incorporation of Ivenco Land shall be the articles of incorporation of the surviving corporation.

### **Section III**

#### **No Other Shareholders of Subsidiary Corporations**

Each of the Corporations is a wholly owned subsidiary of Ivenco, Inc.


### **Section IV**

#### **Effective Date**


The Merger shall be effected by the filing of articles of merger with the Florida Department of State. The Merger shall be effective on June 1, 2001.

IN WITNESS WHEREOF, the Directors of the Merging Companies have adopted this Plan of Merger as of May 31, 2001.

**IVENCO LAND GROUP, INC.**

By:   
Ernest M. Halpryn  
President and Director

**JUPITER 95, INC.**

By:   
Ernest M. Halpryn  
President and Director

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