

434649

(Requestor's Name)

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(Business Entity Name)

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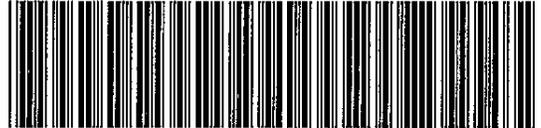
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DIVISION OF CORPORATION

03 APR -7 AM 10:43

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA
2003 APR -7 AM 11:45

FILED

EFFECTIVE DATE
07-01-03

C. Coulliette APR 07 2003



ACCOUNT NO. : 072100000032
REFERENCE : 003101 4326591
AUTHORIZATION : *Patricia Pajuta*
COST LIMIT : \$ 78.75

ORDER DATE : April 7, 2003

ORDER TIME : 9:33 AM

ORDER NO. : 003101-005

CUSTOMER NO: 4326591

CUSTOMER: Amy Coates, Legal Assistant
Fowler White Boggs Banker P.a.
Suite 1700
501 East Kennedy Boulevard
Tampa, FL 33602

ARTICLES OF MERGER

SERVICE AMERICA NETWORK, INC.

INTO

SERVICE AMERICA SYSTEMS, INC.

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY

CONTACT PERSON: Susie Knight EX 1156
EXAMINER'S INITIALS: _____

ARTICLES OF MERGER
Merger Sheet

MERGING:

SERVICE AMERICA SYSTEMS, INC., a Florida corporation, J60788

INTO

SERVICE AMERICA NETWORK, INC., a Florida entity, 434649

File date: April 7, 2003, effective July 1, 2003

Corporate Specialist: Cheryl Coulliette

Account number: 072100000032

Amount charged: 78.75

**ARTICLES OF MERGER
OF
SERVICE AMERICA NETWORK, INC.
AND
SERVICE AMERICA SYSTEMS, INC.**

FILED
2003 APR - 7 AM 11:45
TALLAHASSEE, FLORIDA

To the Department of State
State of Florida

Pursuant to Section 607.1105 of the Florida Business Corporation Act (the "FBCA"), the Florida parent business corporation and the Florida wholly-owned subsidiary business corporation named below do hereby submit the following Articles of Merger.

1. Service America Systems, Inc., a Florida corporation ("Parent"), owns one hundred percent (100%) of the issued and outstanding shares of capital stock of Service America Network, Inc., a Florida corporation ("Subsidiary").

2. Attached hereto as Exhibit A and made a part hereof is a Plan of Merger for merging Parent into Subsidiary (the "Plan of Merger"), as approved by the Board of Directors of Parent, in accordance with Section 607.1104(b) of the FBCA, on April 3, 2003, and by the Board of Directors of Subsidiary on April 3, 2003.

3. Shareholder approval of the merger was required. The sole shareholder of Parent approved the Plan of Merger on April 3, 2003.

4. The effective date of the merger herein provided for shall be July 1, 2003.

Executed on April 4, 2003

EFFECTIVE DATE
07-01-03

SERVICE AMERICA NETWORK, INC.

By: 
Name: Edward L. Hutton
Title: Vice Chairman

SERVICE AMERICA SYSTEMS, INC.

By: 
Name: Edward L. Hutton
Title: Vice Chairman

EXHIBIT A

PLAN OF MERGER

1. SERVICE AMERICA SYSTEMS, INC. ("Parent"), a Florida corporation and owner of all of the issued and outstanding shares of capital stock of SERVICE AMERICA NETWORK, INC. ("Subsidiary"), a Florida corporation and wholly-owned subsidiary of Parent, hereby merges itself into Subsidiary pursuant to the provisions of the Florida Business Corporation Act (the "FBCA").
2. The separate existence of Parent shall cease at the effective date of the merger as set forth in the Articles of Merger, and Subsidiary shall continue its existence as the surviving corporation pursuant to Section 607.1106 of the FBCA.
3. The articles of incorporation, bylaws, board of directors and officers of Subsidiary, as in effect immediately prior to the merger, shall continue in full force and effect until they shall thereafter be duly amended or appointed.
4. The issued and outstanding shares of Parent shall not be converted in any manner, but the certificate representing all of the issued and outstanding shares of Parent immediately prior to the effective time and date of the merger shall be surrendered to Subsidiary by the holder of such certificate, and upon surrender, Subsidiary shall issue to such holder its pro rata portion of shares of Subsidiary.
5. The proper officers of Parent and Subsidiary are hereby authorized, empowered and directed to do any and all acts and things, and to make, execute, deliver, file and/or record any and all instruments, papers, and documents which shall be or become necessary, proper or convenient to carry out or put into effect any of the provisions of this Plan of Merger or of the merger herein provided for.