

437 895

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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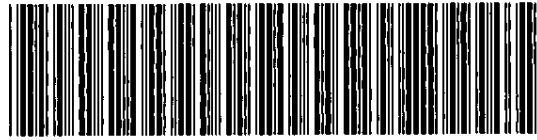
(Business Entity Name)

(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

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DEPARTMENT OF REVENUE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

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**COVER LETTER**

**TO:** Registration Section  
Division of Corporations

**SUBJECT:** TRUSTED FUNERAL PLANS, INC.  
Name of Surviving Party

The enclosed Certificate of Merger and fee(s) are submitted for filing.

Please return all correspondence concerning this matter to:

Wendy Russell Wiener, Esq.  
Contact Person  
Gardner, Bist, Wiener, Wadsworth, et al.  
Firm/Company  
1300 Thomaswood Drive  
Address  
Tallahassee, FL 32308  
City, State and Zip Code  
buddy.bevis@fsitrust.com  
E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Wendy Wiener at ( 850 ) 385-0070  
Name of Contact Person Area Code and Daytime Telephone Number

Certified copy (optional) \$30.00

**STREET ADDRESS:**  
Registration Section  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301

**MAILING ADDRESS:**  
Registration Section  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314

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**CERTIFICATE OF MERGER**

of

**FSI INSURANCE OF FLORIDA, LLC**  
A Florida Limited Liability Company

207-41364

With and Into

**TRUSTED FUNERAL PLANS, INC.**  
A Florida Corporation

437805

Pursuant to and in accordance with the provisions of Sections 607.1108, 607.1109, and 608.4382, Florida Statutes, the undersigned **FSI INSURANCE OF FLORIDA, LLC**, a Florida limited liability company (such limited liability company being referred to as the "Merging Entity"), and **TRUSTED FUNERAL PLANS, INC.**, a Florida corporation (the "Surviving Corporation"), hereby file the following Certificate of Merger for the purpose of merging them into one corporation:

1. The names, places, and dates of formation of the entities proposing to merge are:

Name	Place of Formation	Date of Formation
FSI INSURANCE OF FLORIDA, LLC	Florida Department of State	April 17, 2007
TRUSTED FUNERAL PLANS, INC	Florida Department of State	October 9, 1973

2. There is attached hereto as Exhibit "A", and incorporated fully herein, a copy of the Plan of Merger between the undersigned entities.

3. The approval of the merger by Funeral Services, Inc., a Florida corporation, as the sole member and sole manager of the Merging Entity was required. The approval of the merger by the sole shareholder of the Surviving Company was not required. The Plan of Merger has been approved and executed by each entity that is party to the merger in accordance with the Florida Corporations Act and the Florida Limited Liability Company Act.

4. The effective date of the merger shall be the date upon which this Certificate of Merger is filed with the Florida Department of State.

5. The name of the Surviving Company shall be **TRUSTED FUNERAL PLANS, INC.** The Surviving Company's principal place of business shall be located at

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TALLAHASSEE, FLORIDA

1200 Thomasville Road, Tallahassee, Florida 32303.

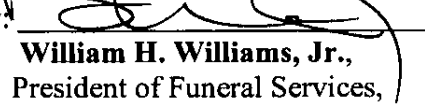
6. An executed plan of merger is on file at the office of the Surviving Company at 1200 Thomasville Road, Tallahassee, Florida 32303.

7. A copy of the Plan of Merger will be furnished by the Surviving Company on request and without cost to any person holding an interest in any party to the merger.

**IN WITNESS WHEREOF**, said entities have caused this certificate to be signed by their respective authorized officers, as of this 30<sup>th</sup> day of December, 2011.

**FSI INSURANCE OF FLORIDA, LLC**, a  
Florida limited liability company

By: **FUNERAL SERVICES,  
INC.**, its sole member and  
sole manager

By:   
**William H. Williams, Jr.**,  
President of Funeral Services,  
Inc.

**TRUSTED FUNERAL PLANS, INC.**, a  
Florida corporation

By:   
**William H. Williams, Jr.**

Its: President

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TALLAHASSEE, FLORIDA

**EXHIBIT A**  
**PLAN OF MERGER**

(attached hereto)

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TALLAHASSEE, FLORIDA

**AGREEMENT AND  
PLAN OF MERGER**

**For The Merger Of**

**FSI INSURANCE OF FLORIDA, LLC  
A Florida Limited Liability Company**

**With and Into**

**TRUSTED FUNERAL PLANS, INC.  
A Florida Corporation**

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11 DEC 30 PM 12:51  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**THIS PLAN OF MERGER** provides for the merger of **FSI INSURANCE OF FLORIDA, LLC**, a Florida limited liability company (such limited liability company being referred to as the “Merging Entity”), with and into **TRUSTED FUNERAL PLANS, INC.**, a Florida corporation (the “Surviving Corporation”), pursuant to and in accordance with the provisions of Sections 607.1108 and 608.438, Florida Statutes..

1. The names, places, and dates of formation of the entities proposing to merge are:

<b>Name</b>	<b>Place of Formation</b>	<b>Date of Formation</b>
FSI INSURANCE OF FLORIDA, LLC	Florida Department of State	April 17, 2007
TRUSTED FUNERAL PLANS, INC.	Florida Department of State	October 9, 1973

2. After the merger becomes effective, the name of the Surviving Corporation shall be **TRUSTED FUNERAL PLANS, INC.**

3. The sole shareholder of the Surviving Corporation owns 100% of the outstanding voting membership units of the Merging Entity.

4. The terms and conditions of the proposed merger are as follows:

(a) The effective date of the merger shall be the date upon which the Articles of Merger are filed with the Florida Department of State.

(b) Upon the consummation of the merger, the Surviving Corporation, in addition to continuing to possess all of its rights, privileges, immunities and powers (subject to all its duties and liabilities prior to the merger), shall possess all the rights, privileges, immunities and powers of the Merging Entity and shall be subject to all the duties and liabilities of the Merging Entity.

(c) Upon the consummation of the merger, all and singular the rights, privileges, powers, and franchises and all property, real, personal or mixed, and all debts due on any account and all other things in action belonging to the Merging Entity shall be vested in the Surviving Corporation and shall not in any way be impaired by reason of the merger.

(d) From and after the effective date of the merger, the Surviving Corporation shall henceforth be responsible and liable for all liabilities and obligations of the Merging Entity and all rights of creditors and liens upon the property of the Merging Entity shall be preserved unimpaired against the Surviving Corporation after the merger.

5. As the sole shareholder of the Surviving Corporation is the sole member of the Merging Entity, each unit of the Merging Entity's membership interests outstanding immediately before the effective date of the merger contemplated hereby, without any action on the part of the holder thereof, shall automatically be canceled.

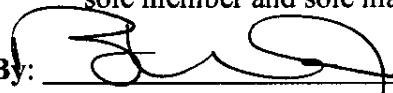
6. The Articles of Incorporation of the Surviving Corporation as in effect immediately prior to the effective time of the merger shall thereafter continue to be the Surviving Corporation's Articles of Incorporation until amended as provided by law, and the by-laws of the Surviving Corporation as in effect immediately prior to the effective time of the merger shall thereafter continue to be the Surviving Corporation's by-laws until amended as provided in such by-laws or by law. Each shareholder of the Surviving Corporation whose shares are outstanding immediately before the effective date of the merger will hold the same number of shares with identical designations, preferences, limitations, and relative rights, immediately after the merger.

7. The Surviving Corporation's principal place of business shall be located at 1200 Thomasville Road, Tallahassee, Florida 32303.

EXECUTED this 30<sup>th</sup> day of December 2011.

**FSI INSURANCE OF FLORIDA, LLC,**  
A Florida limited liability company

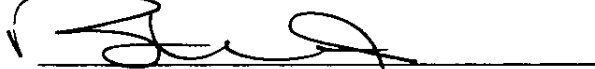
By: **FUNERAL SERVICES, INC.,** its  
sole member and sole manager

By:   
**William H. Williams, Jr.,** President of  
Funeral Services, Inc.

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**TRUSTED FUNERAL PLANS, INC., a**  
Florida corporation

**By:**



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**William H. Williams, Jr.**

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**SECRETARY OF STATE  
TALLAHASSEE, FLORIDA**