

515285

Florida Department of State  
Division of Corporations  
Public Access System

Electronic Filing Cover Sheet

**Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.**

((H070001713583)))



H070001713583ABC%

**Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.**

To:  
Division of Corporations  
Fax Number : (850)205-0380

From:  
Account Name : HARPER, KYNES, GELLER & BUFORD  
Account Number : 070651000745  
Phone : (727)799-4840  
Fax Number : (727)797-8206

FILED  
07 JUL -2 PM 1:51  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

RECEIVED

07 JUL -2 AM 8:00

DIVISION OF CORPORATIONS

**MERGER OR SHARE EXCHANGE**

**Advantus Leisure Management Services, Inc.**

Certificate of Status	0
Certified Copy	0
Page Count	02
Estimated Charge	\$70.00

Electronic Filing Menu

Corporate Filing Menu

Help

Handwritten signature and date 7-2-07

**ARTICLES OF MERGER  
OF  
ADVANTUS EMPLOYMENT SERVICES, INC.  
AND  
ADVANTUS LEISURE MANAGEMENT SERVICES, INC.**

**FILED**  
07 JUL -2 PM 1:51  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Florida Statutes Section 607.1105, the undersigned corporations adopt the following Articles of Merger for the purpose of merging into one corporation:

**ARTICLE I - ADOPTION**

A Plan of Merger was adopted by the Board of Directors and approved by the Shareholders of each of the undersigned corporations on the 30<sup>th</sup> day of March, 2007 as follows:

<u>Name of Surviving Corporation</u>	<u>Jurisdiction</u>	<u>Document Number</u>
Advantus Leisure Management Services, Inc. 150 Marina Plaza, Dunedin, FL 34698	Florida Corporation Pinellas County, FL	515285
<u>Name of Merging Corporation</u>	<u>Jurisdiction</u>	<u>Document Number</u>
Advantus Employment Services, Inc. 150 Marina Plaza, Dunedin, FL 34698	Florida Corporation Pinellas County, FL	P97000040389

**ARTICLE II - PLAN OF MERGER**

The Plan of Merger (the "Plan") adopted by each of the undersigned corporations is as follows:

1. Effective Date. The Plan shall be effective as of July 2, 2007, at which date the separate existence of Advantus Employment Services, Inc. ("EMPLOYMENT") shall cease and EMPLOYMENT shall be merged into Advantus Leisure Management Services, Inc. (the "Surviving Corporation").
2. Adopted by Board and Shareholders. The Plan of Merger was adopted by the board and shareholders of Surviving Corporation and the Merging Corporation on the 30<sup>th</sup> day of March 2007.

H07000171358 3

3. Articles of Incorporation. The Articles of Incorporation of the Surviving Corporation in existence at the effective date of this Plan shall be the Articles of Incorporation of the Surviving Corporation until the same shall be altered or amended in accordance with the provisions thereof.

4. Bylaws. The Bylaws of the Surviving Corporation in existence at the effective date of this Plan shall be the Bylaws of the Surviving Corporation until the same shall be altered or amended in accordance with the provisions thereof.

5. Exchange of Shares. At the effective date of this Plan, all of the issued and outstanding stock of EMPLOYMENT shall be exchanged for Five Hundred (500) shares of the \$1.00 par value Common Stock of the Surviving Corporation.

IN WITNESS WHEREOF, the undersigned have executed these Articles of Merger on this 20<sup>th</sup> day of March, 2007.

ADVANTUS LEISURE MANAGEMENT  
SERVICES, INC.

BY Peter Kreuziger

ITS President

Shareholders of Advantus Leisure  
Management Services, Inc.:

Peter Kreuziger  
Peter Kreuziger, a fifty percent shareholder

Karl Riedl  
Karl Riedl, a fifty percent shareholder

ADVANTUS EMPLOYMENT SERVICES,  
INC.

BY Peter Kreuziger

ITS President

Shareholders of Advantus Employment  
Services, Inc.:

Peter Kreuziger  
Peter Kreuziger, a fifty percent shareholder

Karl Riedl  
Karl Riedl, a fifty percent shareholder

H07000171358 3