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MERGER OR SHARE EXCHANGE

Advantus Leisure Management Services, Inc.

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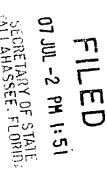
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> ARTICLES OF MERGER ADVANTUS EMPLOYMENT SERVICES, INC. ADVANTUS LEISURE MANAGEMENT SERVICES, INC.



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 1 - 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 30th day of March, 2007 as follows:

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

ARTICLE II - PLAN OF MERGER

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

- 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").
- 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 30th day of March 2007.

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- 3. <u>Articles of Incorporation</u>. 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. <u>Bylaws</u>. 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 30th day of mark, 2007.

ADVANTUS LEISURE MANAGEMENT SERVICES, INC.
BY Whallhum for ITS President
Shareholders of Advantus Leisure Management Services, Inc.:
Peter Krenziger, a fifty percent marcholder
Karl Riedl, a fifty percent shareholder
ADVANTUS EMPLOYMENT SERVICES, INC.
MS President
Shareholders of Advantus Employment Services, Inc.:
Peter Kronziger, a fifty percent shareholder
Karl Riedl, a fifty percent shareholder