

585568

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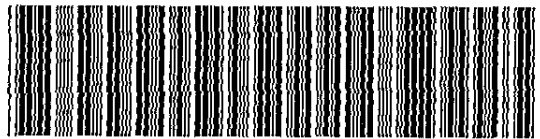
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED
03 DEC 15 PM 4:11
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA



CORPORATION SERVICE COMPANY™

ACCOUNT NO. : 072100000032

REFERENCE : 359494 3360B

AUTHORIZATION :

COST LIMIT : \$ 78.75

ORDER DATE : December 15, 2003

ORDER TIME : 3:06 PM

ORDER NO. : 359494-010

CUSTOMER NO: 3360B

CUSTOMER: Mr. Norman J. Silber
Ruden McClosky Smith Schuster
Suite 1900, Bank Of America
Tower 701 Brickell Ave
Miami, FL 33131

ARTICLES OF MERGER

*****FILE 2ND*****

NORMAN J. SILBER, INC.

INTO

LINDA G. HIRSCH, INC.

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX _____ CERTIFIED COPY
_____ PLAIN STAMPED COPY

CONTACT PERSON: Darlene Ward

EXAMINER'S INITIALS: _____

ARTICLES OF MERGER
(Profit Corporations)

The following articles of merger are submitted in accordance with the Florida Business Corporation Act, pursuant to section 607.1105, F.S.

First: The name and jurisdiction of the **surviving** corporation:

<u>Name</u>	<u>Jurisdiction</u>	<u>Document Number</u> (If known/ applicable)
LINDA G. HIRSCH, INC.	Florida	585568

Second: The name and jurisdiction of each **merging** corporation:

<u>Name</u>	<u>Jurisdiction</u>	<u>Document Number</u> (If known/ applicable)
NORMAN J. SILBER, INC.	Florida	F11766
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____

Third: The Plan of Merger is attached.

Fourth: The merger shall become effective on the date the Articles of Merger are filed with the Florida Department of State.

OR _____ (Enter a specific date. NOTE: An effective date cannot be prior to the date of filing or more than 90 days in the future.)

Fifth: Adoption of Merger by **surviving** corporation - (COMPLETE ONLY ONE STATEMENT)

The Plan of Merger was adopted by the shareholders of the surviving corporation on 12/13/2003

The Plan of Merger was adopted by the board of directors of the surviving corporation on _____ and shareholder approval was not required.

Sixth: Adoption of Merger by **merging** corporation(s) (COMPLETE ONLY ONE STATEMENT)

The Plan of Merger was adopted by the shareholders of the merging corporation(s) on 12/13/2003

The Plan of Merger was adopted by the board of directors of the merging corporation(s) on _____ and shareholder approval was not required.

(Attach additional sheets if necessary)

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TALLAHASSEE, FLORIDA

Typed or Printed Name of Individual & Title

Linda G. Hirsch, President

Norman J. Silber, President

PLAN OF MERGER

(Non Subsidiaries)

The following plan of merger is submitted in compliance with section 607.1101, F.S. and in accordance with the laws of any other applicable jurisdiction of incorporation.

First: The name and jurisdiction of the surviving corporation:

Name

Jurisdiction

LINDA G. HIRSCH, INC.

FLORIDA

Second: The name and jurisdiction of each merging corporation:

Name

Jurisdiction

NORMAN J. SILBER, INC.

FLORIDA

Third: The terms and conditions of the merger are as follows:

All of the outstanding shares of stock of Norman J. Silber, Inc., consisting of 10,000 shares of \$0.01 par common stock, shall be exchanged for 100 shares of \$1 par common stock of Linda G. Hirsch, Inc.

Fourth: The manner and basis of converting the shares of each corporation into shares, obligations, or other securities of the surviving corporation or any other corporation or, in whole or in part, into cash or other property and the manner and basis of converting rights to acquire shares of each corporation into rights to acquire shares, obligations, or other securities of the surviving or any other corporation or, in whole or in part, into cash or other property are as follows:

All of the outstanding shares of stock of Norman J. Silber, Inc., consisting of 10,000 shares of \$0.01 par common stock, shall be exchanged for 100 shares of \$1 par common stock of Linda G. Hirsch, Inc.

(Attach additional sheets if necessary)

THE FOLLOWING MAY BE SET FORTH IF APPLICABLE:

Amendments to the articles of incorporation of the surviving corporation are indicated below or attached as an exhibit:

Not Applicable

OR

Restated articles are attached:

Other provisions relating to the merger are as follows:

Not Applicable