



of America, Inc.

A Member of The Cross Country Group

591525

FILED
JUL 17 PM 2:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

June 30, 1999

Florida Department of State
Corporations Division
400 E. Gaines St.
Tallahassee, FL 32399

Re: HomeSure of Florida, Inc. merging with and into HomeSure of America, Inc.

Dear Sir/Madam:

Enclosed please find Articles and Plan of Merger for the above referenced.

Also enclosed is check #257492 in the amount of \$70.00 as payment of the filing fee.

Please file these documents upon receipt and forward evidence to my attention using the enclosed self-addressed UPS air bill.

If you have any questions or concerns, please feel free to contact me at (800) 327-9787 Ext. 2001.

Sincerely,

Tara St. Lawrence
Compliance Specialist

CC: Cynthia J. Starrett

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-07/01/99--01054--013
*****70.00 *****70.00

Merger

V. SHEPARD JUL 16 1999

ARTICLES OF MERGER
Merger Sheet

MERGING:

HOMESURE OF FLORIDA, INC., a Florida corporation, P94000050979

INTO

HOMESURE OF AMERICA, INC., a Florida corporation, 591525.

File date: July 1, 1999

Corporate Specialist: Velma Shepard



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

RECEIVED
JUL 12 1999

July 8, 1999

TARA ST. LAWRENCE
HOMESURE OF AMERICA, INC.
P.O. BOX 551540
FT. LAUDERDALE, FL 33355-1540

SUBJECT: HOMESURE OF AMERICA, INC.
Ref. Number: 591525

We have received your document for HOMESURE OF AMERICA, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Articles of Merger for a Florida or foreign profit corporation are filed pursuant to section 607.1105, Florida Statutes. A merger form is enclosed.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6909.

Velma Shepard
Corporate Specialist

Letter Number: 599A00035351

99 JUL 15 PM 1:01
DIVISION OF CORPORATIONS

Rec'd 7/14

PLAN OF MERGER
(Merger of subsidiary corporation(s))

The following plan of merger is submitted in compliance with section 607.1104, F.S. and in accordance with the laws of any other applicable jurisdiction of incorporation.

The name and jurisdiction of the parent corporation owning at least 80 percent of the outstanding shares of each class of the subsidiary corporation are:

<u>Name</u>	<u>Jurisdiction</u>
HomeSure of America, Inc.	Florida

The name and jurisdiction of each subsidiary corporation are:

<u>Name</u>	<u>Jurisdiction</u>
HomeSure of Florida, Inc.	Florida
_____	_____
_____	_____
_____	_____
_____	_____

The manner and basis of converting the shares of the subsidiary or parent into shares, obligations, or other securities of the parent 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, and 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 shares of HomeSure of Florida, Inc. shall be converted into 100 shares of common stock of HomeSure of America, Inc.

(Attach additional sheets if necessary)

If the merger is between the parent and a subsidiary corporation and the parent is not the surviving corporation; a provision for the pro rata issuance of shares of the subsidiary to the holders of the shares of the parent corporation upon surrender of any certificates is as follows:

If applicable, shareholders of the subsidiary corporations, who, except for the applicability of section 607.1104, F.S. would be entitled to vote and who dissent from the merger pursuant to section 607.1320, F.S., may be entitled, if they comply with the provisions of chapter 607 regarding the rights of dissenting shareholders, to be paid the fair value of their shares.

Other provisions relating to the merger are as follows: