

A93000001392

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(City/State/Zip/Phone #)

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800082488198

12/29/06--01013--013 \*\*315.00

EFFECTIVE DATE

1/1/07

06 DEC 29 PM 3:55  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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SUFFICIENCY OF FILING

2006 DEC 29 AM 11:51

RECEIVED  
DIVISION OF CORPORATIONS  
DEPARTMENT OF STATE

CORPDIRECT AGENTS, INC. (formerly CCRS)  
515 EAST PARK AVENUE  
TALLAHASSEE, FL 32301  
222-1173

FILING COVER SHEET  
ACCT. #FCA-14

CONTACT: RICKY SOTO

DATE: 12/29/2006

REF. #: 000409.61939

CORP. NAME: KANTER INVESTMENTS NO. 3, LTD., KANTER INVESTMENTS NO. 4, LTD.,  
KANTER INVESTMENTS NO. 5, LTD. merging into KANTER INVESTMENTS  
NO. 1, LTD. (which will then change its' name to KANTER INVESTMENTS, LTD.)

EFFECTIVE DATE  
1/1/07

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

- |  |   |  |
|--|---|--|
| <input type="checkbox"/> ARTICLES OF INCORPORATION   | <input type="checkbox"/> ARTICLES OF AMENDMENT  | <input type="checkbox"/> ARTICLES OF DISSOLUTION |
| <input type="checkbox"/> ANNUAL REPORT               | <input type="checkbox"/> TRADEMARK/SERVICE MARK | <input type="checkbox"/> FICTITIOUS NAME         |
| <input type="checkbox"/> FOREIGN QUALIFICATION       | <input type="checkbox"/> LIMITED PARTNERSHIP    | <input type="checkbox"/> LIMITED LIABILITY       |
| <input type="checkbox"/> REINSTATEMENT               | <input checked="" type="checkbox"/> MERGER      | <input type="checkbox"/> WITHDRAWAL              |
| <input type="checkbox"/> CERTIFICATE OF CANCELLATION |   |  |
| <input type="checkbox"/> OTHER:                      |   |  |

*\* File Second - Inc. Merger proceeding \**

STATE FEES PREPAID WITH CHECK# 519687 FOR \$ 315.00

AUTHORIZATION FOR ACCOUNT IF TO BE DEBITED:

\_\_\_\_\_ COST LIMIT: \$ \_\_\_\_\_

PLEASE RETURN:

- |  |   |
|--|---|
| <input checked="" type="checkbox"/> CERTIFIED COPY (NEED 2 COPIES) | <input type="checkbox"/> CERTIFICATE OF GOOD STANDING |
| <input type="checkbox"/> PLAIN STAMPED COPY                        | <input type="checkbox"/> CERTIFICATE OF STATUS        |

Examiner's Initials

Certificate of Merger  
of  
Kanter Investments No. 3, Ltd.  
Kanter Investments No. 4, Ltd. and  
Kanter Investments No. 5, Ltd.  
into  
Kanter Investments No. 1, Ltd.

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TALLAHASSEE, FLORIDA

The following Certificate of Merger is submitted in accordance with s. 620.2108, Florida Statutes.

**FIRST:** The exact name, form/entity type, and jurisdiction for each Merging party are as follows:

<u>Name</u>	<u>Jurisdiction</u>	<u>Form/Entity Type</u>
<u>Kanter Investments No. 3, Ltd.</u>	<u>Florida</u>	<u>Limited Partnership</u>
<u>Kanter Investments No. 4, Ltd.</u>	<u>Florida</u>	<u>Limited Partnership</u>
<u>Kanter Investments No. 5, Ltd.</u>	<u>Florida</u>	<u>Limited Partnership</u>

**SECOND:** The exact name, form/entity type, and jurisdiction of the Surviving party are as follows:

<u>Name</u>	<u>Jurisdiction</u>	<u>Form/Entity Type</u>
<u>Kanter Investments No. 1, Ltd.</u>	<u>Florida</u>	<u>Limited Partnership</u>

**THIRD:** The date the merger is effective under the governing laws of the surviving party is: January 1, 2007.

**FOURTH:** The merger was approved by each party as required by its governing law.

**FIFTH:** If the Surviving Party is a foreign organization not qualified to transact business in this state, the street address and mailing address of an office which the Florida Department of State may use for the purposes of s. 620.2109(2), F.S., are as follows:

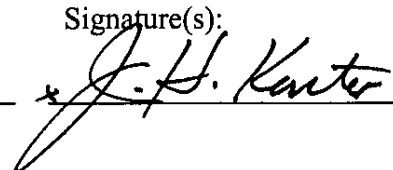
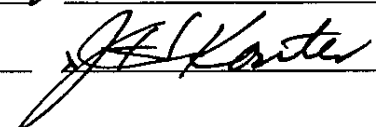
Street address: N/A

Mailing address: N/A

**SIXTH:** The Surviving Party's Certificate of Limited Partnership is hereby amended by changing the name of the Surviving Party to: KANTER INVESTMENTS, LTD.

**SEVENTH:** The Agreement of Merger is on file at 4770 Biscayne Boulevard, Suite 1150, Miami, Florida 33137, the place of business of the Surviving Party. A copy of the Agreement of Merger will be furnished by the Surviving Party on request, without cost, to any partner of the constituent limited partnerships.

**EIGHTH:** Signatures of the general partner for the Merging Parties and the Surviving Party are as follows:

General Partner Name of Entity/Organization:	Signature(s):	Typed or Printed Name of Individual:
<u>Kanter Investments, Inc.</u>	<u></u>	<u>Joseph H. Kanter, CEO</u>
<u>JHK Investments, Inc.</u>	<u></u>	<u>Joseph H. Kanter, CEO</u>
<u> </u>	<u> </u>	<u> </u>
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**Fees:** Filing Fees: \$52.50 Per Party  
Certified Copy: \$52.50 (Optional)  
Certificate of Status: \$8.75 (Optional)