

F020000001799

(Requestor's Name)

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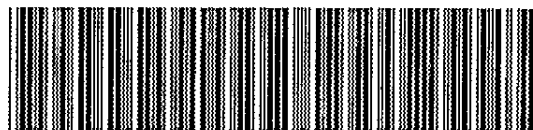
(Business Entity Name)

(Document Number)

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03 SEP 19 AM 9:00
SECRETARY OF STATE
TALLAHASSEE FLORIDA

Morgan

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RESOLVE STAFFING



105 NORTH FALKENBURG ROAD, SUITE B, TAMPA, FLORIDA 33619
TELEPHONE (813) 662-0074 FACSIMILE (813) 662-0144

April 15, 2003


Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

Gentlemen:

Enclosed please find the Articles of Merger and Plan of Merger for Integra Staffing, Inc. and Resolve Staffing, Inc. to be effective April 30, 2003. Also enclosed is our check in the amount of \$70.00 covering the filing fees for the above.

If you have any questions, please let me know.

Very truly yours,


Wanda D. Dearth
CEO



FLORIDA DEPARTMENT OF STATE
Glenda E. Hood
Secretary of State

April 25, 2003

WANDA D. DEARTH
RESOLVE STAFFING, INC.
105 NORTH FALKENBURG RD., SUITE B
TAMPA, FL 33619

SUBJECT: RESOLVE STAFFING, INC.
Ref. Number: F02000001799

We have received your document for RESOLVE STAFFING, 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):

The merger submitted was prepared in compliance with section 607.1109 Florida Statutes which provides for mergers between domestic corporations and other business entities as defined in section 607.1108, Florida Statutes. Pursuant to section 607.1108(7), Florida Statutes, any merger consisting solely of the merger of one or more domestic corporations with or into one or more foreign corporations shall be consummated solely in accordance with section 607.1107, Florida Statutes. Section 607.1107, Florida Statutes then refers you to section 607.1105, Florida Statutes. Enclosed is a merger form for your convenience.

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) 245-6869.

Teresa Brown
Document Specialist

Letter Number: 303A00025206



FLORIDA DEPARTMENT OF STATE
Glenda E. Hood
Secretary of State

September 15, 2003

WANDA D. DEARTH
RESOLVE STAFFING, INC.
105 NORTH FALKENBURG RD., SUITE B
TAMPA, FL 33619

SUBJECT: RESOLVE STAFFING, INC.
Ref. Number: F02000001799

We have received your document for RESOLVE STAFFING, 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):

Please complete the statement reference to the book value of its assets in the plan of merger.

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) 245-6869.

Teresa Brown
Document Specialist

Letter Number: 103A00050995

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 are:

Name

Jurisdiction

RESOLVE STAFFING, INC.

NEVADA

03 SEP 19 AM 9:00
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

Name

Jurisdiction

INTEGRA STAFFING, INC.

FLORIDA

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 06/30/03 (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 _____

The Plan of Merger was adopted by the board of directors of the surviving corporation on

JUNE 10, 2003 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 _____

The Plan of Merger was adopted by the board of directors of the merging corporation(s) on

JUNE 10, 2003 and shareholder approval was not required.

(Attach additional sheets if necessary)

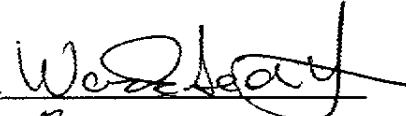
Seventh: SIGNATURES FOR EACH CORPORATION

Name of Corporation

Signature

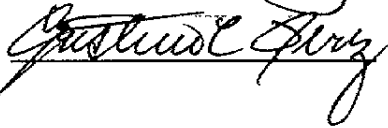
Typed or Printed Name of Individual & Title

RESOLVE STAFFING, INC.



WANDA D. DEARTH, CEO

INTEGRA STAFFING, INC.



CRISTINO L. PEREZ, CFO

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:

Name

Jurisdiction

RESOLVE STAFFING, INC.

NEVADA

The name and jurisdiction of each subsidiary corporation are:

Name

Jurisdiction

INTEGRA STAFFING, 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: INTEGRA STAFFING, INC. TRANSFERS THE NET BOOK VALUE OF ITS ASSETS OF \$12,118.00 TO RESOLVE STAFFING, INC. IN EXCHANGE FOR 1,000 SHARES OF COMMON STOCK OF INTEGRA STAFFING, INC. OWED BY RESOLVE STAFFING, 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:

N/A

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:

N/A