

F080000002201

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

(Business Entity Name)

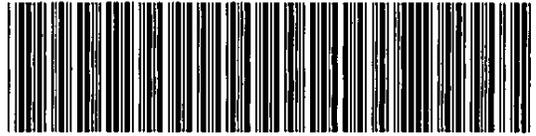
(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

All exhibits Attached
SP

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05/21/08--01034--007 **78.75

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

08 MAY 21 PM 4:35

FILED

Merger

SP 7/24



FLORIDA DEPARTMENT OF STATE
Division of Corporations

May 23, 2008

VANN K. PARROTT
VANN K. PARROTT, P.C.
P.O. BOX 933
QUITMAN, GA 31643

SUBJECT: BOSTON TRACTOR CO., INC.
Ref. Number: F08000002201

We have received your document for BOSTON TRACTOR CO., INC. and check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned to you for the following reason(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) 245-6901.

Susan Payne
Senior Section Administrator

Letter Number: 808A00032774

VANN K. PARROTT, P.C.

ATTORNEY AT LAW
301 NORTH COURT STREET
POST OFFICE BOX 933
QUITMAN, GEORGIA 31643

Telephone (229)263-8855
Facsimile (229)263-8812

vannkp@alltel.net

July 21, 2008

Division of Corporations
ATTN: Susan Payne
P.O. Box 6327
Tallahassee, FL 32314

RE: Boston Tractor Co., Inc. / Suwannee Tractor Holdings, Inc. merger

Dear Ms. Payne:

As you may recall, I originally filed this Merger using the form for section 607.1109. You returned my articles and suggested that I use section 607.1105. I am enclosing the corrected Articles of Merger for filing. I believe that the filing fee has been paid. If not, please let me know and I will send you a check. Please use the original filing date.

I am also enclosing an application for registration for a fictitious name along with a check for \$60.00. Thanks for your cooperation and direction in this matter.

Sincerely,



Vann K. Parrott

enclosures

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, Florida Statutes.

First: The name and jurisdiction of the surviving corporation:

<u>Name</u>	<u>Jurisdiction</u>	<u>Document Number</u> (If known/ applicable)
<u>Boston Tractor Co., Inc.</u>	<u>GA</u>	<u># H811466</u>

Second: The name and jurisdiction of each merging corporation:

<u>Name</u>	<u>Jurisdiction</u>	<u>Document Number</u> (If known/ applicable)
<u>Suwannee Tractor Holdings, Inc.</u>	<u>FL</u>	
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____

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 TALLAHASSEE, 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 ____ / ____ / ____ (Enter a specific date. NOTE: An effective date cannot be prior to the date of filing or more than 90 days after merger file date.)

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 May 19, 2008.

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 May 19, 2008.

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)

Fourth:

2.1. Upon the Effective Date, each share Of Suwannee Common Stock issued and outstanding immediately prior to the Effective Date shall, by virtue of the merger and without any action on the part of the holder thereof, thereupon be converted into .064 share[s] of Boston Common Stock, subject to the provisions of Section 2.2 below, the shares of Common Stock of the Surviving Corporation required for such purpose being drawn from authorized but unissued shares of the Surviving Corporation. See attached Exhibit "2.1" for a detail on the share conversion.

2.2. After the Effective Date, each holder of an outstanding certificate or certificates which immediately prior thereto represented shares Of Suwannee Common Stock (other than holders of Dissenting Shares) will, upon surrender of such certificate or certificates, be entitled to a certificate or certificates representing the number of shares of Common Stock of the Surviving Corporation into which the aggregate number of shares of Suwannee Common Stock, as appropriate, previously represented by such certificate or certificates surrendered shall have been converted pursuant to Section 2.1 of this Agreement.