

F110000004377

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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(Business Entity Name)

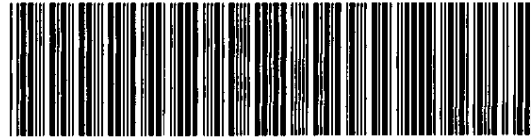
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

C. LEWIS

NOV 1 2011

EXAMINER

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Weiss & Associates CPAs, PC (A foreign Corporation.)
Name of Surviving Party

Please return all correspondence concerning this matter to:

Robert A. Weiss, CPA
Contact Person

Weiss & Associates CPAs, PC
Firm/Company

629 Highland Ave.
Address

Needham, MA 02494
City, State and Zip Code

rweiss@weissaccountants.com
E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Robert A. Weiss, CPA at (781) 453-1040
Name of Contact Person Area Code and Daytime Telephone Number

☐ Certified Copy (optional) \$8.75

STREET ADDRESS:
Registration Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

MAILING ADDRESS:
Registration Section
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

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**Articles of Merger
For
Florida Profit or Non-Profit Corporation**

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The following Articles of Merger are submitted to merge the following Florida Profit and/or Non-Profit Corporation(s) in accordance with s. 607.1109 or 617.0302, 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>708000006668</u> Weiss & Associates CPAs, PA	<u>Florida</u>	<u>Florida Corporation</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>F11000004377</u> Weiss & Associates CPAs, PC	<u>Florida</u>	<u>Foreign Corporation</u>

THIRD: The attached plan of merger was approved by each domestic corporation, limited liability company, partnership and/or limited partnership that is a party to the merger in accordance with the applicable provisions of Chapters 607, 608, 617, and/or 620, Florida Statutes.

FOURTH: The attached plan of merger was approved by each other business entity that is a party to the merger in accordance with the applicable laws of the state, country or jurisdiction under which such other business entity is formed, organized or incorporated.

FIFTH: If other than the date of filing, the effective date of the merger, which cannot be prior to nor more than 90 days after the date this document is filed by the Florida Department of State:

November 1, 2011

SIXTH: If the surviving party is not formed, organized or incorporated under the laws of Florida, the survivor's principal office address in its home state, country or jurisdiction is as follows:

629 Highland Ave.

Needham, MA 02494

SEVENTH: If the surviving party is an out-of-state entity, the surviving entity:

a.) Appoints the Florida Secretary of State as its agent for service of process in a proceeding to enforce any obligation or the rights of dissenting shareholders of each domestic corporation that is party to the merger.

b.) Agrees to promptly pay the dissenting shareholders of each domestic corporation that is a party to the merger the amount, if any, to which they are entitled under s. 607.1302, F.S.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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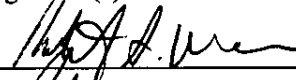
EIGHTH: Signature(s) for Each Party:

SECRETARY OF STATE
TALLAHASSEE, FLORIDA
Typed or Printed
Name of Individual:

Name of Entity/Organization:

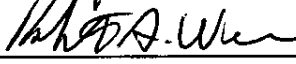
Signature(s):

Weiss & Associates CPAs, PA



Robert A. Weiss

Weiss & Associates CPAs, PC



Robert A. Weiss

Corporations:

Chairman, Vice Chairman, President or Officer

(If no directors selected, signature of incorporator.)

General Partnerships:

Signature of a general partner or authorized person

Florida Limited Partnerships:

Signatures of all general partners

Non-Florida Limited Partnerships:

Signature of a general partner

Limited Liability Companies:

Signature of a member or authorized representative

Fees:

\$35.00 Per Party

Certified Copy (optional):

\$8.75

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PLAN OF MERGER

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>
Weiss & Associates CPAs, PA	Florida	Corporation

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>
Weiss & Associates CPAs, PC	Florida	Foreign Corporation

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

1. The Articles of Incorporation of the Surviving Corp, as in effect immediately prior to the merger, shall be the Articles of Incorporation of the Surviving Corp.
2. The Bylaws of the Surviving Corp., as in effect immediately prior to the merger will be the Bylaws of the Surviving Corp. and will continue in full force and effect until changed, altered or amended.
3. The officers and directors of the Surviving Corp., as in office immediately prior to the merger, will continue as the officers and directors of the Surviving Corp.

(Attach additional sheet if necessary)

FOURTH:

A. The manner and basis of converting the interests, shares, obligations or other securities of each merged party into the interests, shares, obligations or others securities of the survivor, in whole or in part, into cash or other property is as follows:

1. At the effective time of the merger, all issued and outstanding shares of the
Surviving Corp. shall thereafter constitute all of the issued and outstanding shares
of the Surviving Corp.

2. All of the issued and outstanding shares of the capital stock of the Merging
Corp. as of the effective time of the merger shall be cancelled and retired and
shall cease to exist.

(Attach additional sheet if necessary)

B. The manner and basis of converting the rights to acquire the interests, shares, obligations or other securities of each merged party into the rights to acquire the interests, shares, obligations or others securities of the survivor, in whole or in part, into cash or other property is as follows:

(Attach additional sheet if necessary)

FIFTH: If a partnership is the survivor, the name and business address of each general partner is as follows:

(Attach additional sheet if necessary)

SIXTH: If a limited liability company is the survivor, the name and business address of each manager or managing member is as follows:

(Attach additional sheet if necessary)

SEVENTH: Any statements that are required by the laws under which each other business entity is formed, organized, or incorporated are as follows:

(Attach additional sheet if necessary)

EIGHTH: Other provision, if any, relating to the merger are as follows:

(Attach additional sheet if necessary)