

**CORPORATE
ACCESS,
INC.**

236 East 6th Avenue . Tallahassee, Florida 32303

P.O. Box 37066 (32315-7066) ~ (850) 222-2666 or (800) 969-1666 . Fax (850) 222-1666

F46887

WALK IN

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TALLAHASSEE, FLORIDA

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FILING

*Articles of
Merger*

1.) *C.R. Greene, P.A.*
(CORPORATE NAME & DOCUMENT #)

2.) _____
(CORPORATE NAME & DOCUMENT #)

3.) _____
(CORPORATE NAME & DOCUMENT #)

4.) _____
(CORPORATE NAME & DOCUMENT #)

5.) _____
(CORPORATE NAME & DOCUMENT #)

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00 JUN -6 AM 9:50
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

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*****78.75 *****78.75

SPECIAL INSTRUCTIONS

Merger

*06-20-00
cc*

ARTICLES OF MERGER
Merger Sheet

MERGING:

C. RUSSELL GREENE, C.P.A., P.A., a Florida corporation, F17017

INTO

C.R. GREENE, P.A., a Florida entity, F46887

File date: June 20, 2000

Corporate Specialist: Cheryl Coulliette



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

June 6, 2000

CORPORATE ACCESS, INC.

TALLAHASSEE, FL

SUBJECT: C.R. GREENE, P.A.
Ref. Number: F46887

We have received your document for C.R. GREENE, P.A. 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 articles of merger must contain the provisions of the plan of merger or the plan of merger must be attached.

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) 487-6903.

Cheryl Coulliette
Document Specialist

Letter Number: 900A00031847

DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

RECEIVED
00 JUN 20 AM 9:55

*Corrected
Thanks
6/20/00*

**ARTICLES OF MERGER OF
C.R. GREENE, P.A.
AND
C. RUSSELL GREENE, CPA, P.A.**

00 JUN 20 AM 10:15
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

WE, the undersigned, being respectively the President and Secretary of **C.R. GREENE, P.A.** and **C. RUSSELL GREENE, CPA., P.A.**, hereby certify:

1. The names of the constituent corporations are **C.R. GREENE, P.A.**, a Florida corporation and **C. RUSSELL GREENE, CPA, P.A.**, a Florida corporation. **C.R. GREENE, P.A.** is the surviving corporation in the merger and its name as the surviving corporation is **C.R. GREENE, P.A.**

2. On the effective date of the merger, the Articles of Incorporation of **C.R. GREENE, P.A.** shall be the Articles of Incorporation of the surviving corporation until further amended as provided by law.

3. On the effective date of the merger, the By-Laws of **C.R. GREENE, P.A.** shall be the By-Laws of the surviving corporation until the same shall be altered, amended or repealed, or until new By-Laws shall be adopted, in accordance with the provisions hereof.

4. The merger provided for herein shall become effective at the close of business on the date it is filed by the Secretary of State.

5. The plan of merger was adopted by the Directors and Stockholders of **C. RUSSELL GREENE, CPA., P.A.** and **C.R. GREENE, P.A.** at special joint meetings called to consider and vote upon the merger and held on May 26, 2000. A copy of the Plan of Merger is attached.

6. The Directors of **C.R. GREENE, P.A.**, on the effective date of the merger, shall continue to be the Directors of the surviving corporation for the term for which they were elected and until their successors are elected and qualified as provided by law and the By-Laws of the

surviving corporation.

7. The Officers of C.R. GREENE, P.A., on the effective date of the merger, shall continue to be the Officers of the surviving corporation and shall hold office until their respective successors are chosen and qualified, as provided by law and the By-Laws of the surviving corporation.

8. Each share of common stock of C.R. GREENE, P.A., outstanding on the effective date of the merger, shall remain outstanding as one (1) share of common stock of the surviving corporation. On the effective date of the merger, all shares of C. RUSSELL GREENE, CPA, P.A. shall be canceled and all rights in respect thereof shall cease.

9. On the effective date of the merger, all of the property, rights, privileges, and franchises, of whatsoever nature and description of C. RUSSELL GREENE, P.A. shall be transferred to, vested in and all property rights, privileges and franchises shall be the property of C.R. GREENE, P.A.

IN WITNESS WHEREOF, C. RUSSELL GREENE, CPA., P.A. and C.R. GREENE, P.A., pursuant to authority duly given by their respective Stockholders and Boards of Directors, have by their respective Presidents executed and by their respective Secretaries attested to these Articles of Merger.

C. RUSSELL GREENE, CPA., P.A.

By: 
C. RUSSELL GREENE, PRESIDENT

Attest: 
JOY GREENE, SECRETARY

C.R. GREENE, P.A.

By: *C. Russell Greene*
C. RUSSELL GREENE, PRESIDENT

Attest: *Joy Greene*
JOY GREENE, SECRETARY

STATE OF FLORIDA

COUNTY OF BROWARD

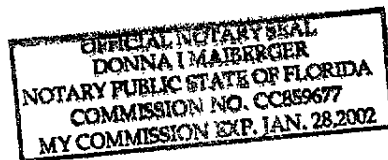
BEFORE ME PERSONALLY APPEARED C. RUSSELL GREENE, who is President of C. RUSSELL GREENE, CPA., P.A. and C.R. GREENE, P.A. and JOY GREENE, who is Secretary of C. RUSSELL GREENE, CPA., P.A. and C.R. GREENE, P.A. and they acknowledged before me that they executed the foregoing Articles of Merger and that they are personally known to me.

IN WITNESS WHEREOF, I have set my hand and seal this 1 day of June,

2000.

Donna I. Maiburger

Notary Public, State of Florida
at Large
My Commission Expires:



PLAN OF MERGER

1. The name of each constituent corporation is: **C.R. GREENE, P.A.** and **C. RUSSELL GREENE, CPA, P.A.**

2. The name of the surviving corporation is **C.R. GREENE, P.A.** ("Surviving Corporation").

3. The terms and conditions of the proposed merger are that on the effective date of the merger **C. RUSSELL GREENE, CPA, P.A.**, shall merge with and into **C.R. GREENE, P.A.**

4. The By-Laws of **C.R. GREENE, P.A.**, as they exist on the effective date of the merger shall become the By-Laws of the Surviving Corporation until the same shall be altered, amended or repealed as provided therein.

5. The first regular meeting of the Board of Directors of the Surviving Corporation shall be held as soon as practicable after the date when the merger shall become effective and may be called or may be convened in the manner provided in the By-Laws of the Surviving Corporation.

6. All persons who shall be Directors and Officers of **C.R. GREENE, P.A.**, on the effective date of the merger shall be and remain in the same respective offices of the Surviving Corporation until the Board of Directors of the Surviving Corporation shall elect or appoint their successors.

7. When the merger shall become effective, the separate existence of **C. RUSSELL GREENE, CPA, P.A.** shall cease and said corporation shall be merged with and, in accordance with the provisions of this Plan into **C.R. GREENE, P.A.**, which shall survive the merger and shall continue in existence and shall, with that other transfer, succeed to and possess all the rights, privileges, immunities, powers and purposes of **C. RUSSELL GREENE, CPA, P.A.**

8. Each share of common stock of C.R. GREENE, P.A., outstanding on the effective date of the merger, shall remain outstanding as one share of common stock of the Surviving Corporation. On the effective date of the merger, all shares of C. RUSSELL GREENE, CPA., P.A., shall be canceled and all rights in respect shall cease.


9. This Plan shall be approved by the respective Boards of Directors of C. RUSSELL GREENE, CPA., P.A. and C.R. GREENE, P.A.

10. The effective date of the merger shall be the close of business on the date it is filed with the Secretary of State.

Approved this 26th day of May, 2000.


C. RUSSELL GREENE, CPA., P.A.

By: 
C. RUSSELL GREENE,
President

Attest: 
JOY GREENE,
Secretary

C.R. GREENE, P.A.

By: 
C. RUSSELL GREENE,
President

Attest: 
JOY GREENE,
Secretary