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MERGER OR SHARE EXCHANGE POSTAL-GRAM INTERNATIONAL INC.

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ARTICLES OF MERGER OF BUELOW FINANCIAL SERVICES, INC., A FLORIDA CORPORATION INTO POSTAL-GRAM INTERNATIONAL INC A DELAWARE CORPORATION

Articles of Merger between BUELOW FINANCIAL SERVICES, INC., a Floriday corporation ("Financial") into POSTAL-GRAM INTERNATIONAL INC., a Delaware confidential ("Postal").

Under Section 607.1105 of the Florida Business Corporation Act ("Act") Financial and Postal adopt the following Articles of Merger.

- 1. The Agreement and Plan of Merger dated December 29, 2011 between Postal and Financial is approved and adopted by the shareholders of Postal on December 29, 2011 and adopted by the shareholders of Financial on December 29, 2011.
- 2. Under the Plan of Merger all issued and outstanding shares of Financial's stock will be acquired by means of a merger of Financial into Postal with Postal being the surviving corporation ("Merger").
- 3. The Plan of Merger is attached as Exhibit "A" and incorporated by reference as if fully set forth.
- 4. Under Section 607.1105(1)(b) of the Act, the date and time of the effectiveness of the Merger shall be on the latter of the filing of these Articles of Merger with the Secretary of State of Florida and the Secretary of State of Delaware or January 1, 2012.
- 5. The shareholders and boards of directors of both Postal and Financial have approved the Merger.

IN WITNESS WHEREOF, the parties have set their hands and seals on December 29, 2011.

BUELOW FINANCIAL SERVICES, INC., a Florida corporation

Bv:

Dale J. Buelow, President

POSTAL-GRAM INTERNATIONAL INC., a Delaware corporation

Ву:

Dale J. Buelow, President

EXHIBIT "A" (1 of 4)

PLAN OF MERGER

This Plan of Merger is by and between POSTAL-GRAM INTERNATIONAL INC., a Delaware corporation ("Postal") and BUELOW FINANCIAL SERVICES, INC., a Florida corporation ("Financial") (collectively the "Constituent Corporations"). This merger is being effected under this Plan of Merger ("Plan") in accordance with Sections 607.1101, et seq. of the Florida Business Corporation Act ("Act").

- 1. Articles of Incorporation. The Articles of Incorporation of Postal as in effect immediately before the effective date of the merger (the "Effective Date"), shall, without any changes, be the Articles of Postal from and after the Effective Date until further amended as permitted by law.
- 2. <u>Distribution to Shareholders of the Constituent Corporation</u>. On the Effective Date, each share of the Financial's common stock that shall be issued and outstanding at the time shall be converted into and exchanged for the same number of shares of Postal in accordance with this Plan. Each share of Postal stock that is issued and outstanding on the Effective Date shall continue as outstanding shares of Postal's stock.
- 3. <u>Satisfaction of Rights of Financial Shareholders</u>. All shares of Postal stock into which shares of Financial stock shall have been converted and become exchangeable for under this Plan shall be deemed to have been paid in full satisfaction of such converted shares.
 - 4. <u>Fractional Shares</u>. Fractional shares of Postal's stock will not be issued.
- 5. <u>Effective Merger.</u> On the Effective Date, the separate existence of Financial shall cease, and Postal shall be fully vested in Financial's rights, privileges, immunities, powers, and franchises, subject to its restrictions, liabilities, disabilities, and duties, as more particularly set forth in Section 607.1106 of the Act.
- 6. <u>Supplemental Action</u>. If at any time after the Effective Date Postal shall determine that any further conveyances, agreements, documents, instruments, and assurances of any further action is necessary or desirable to carry out the provisions of this Plan, the appropriate officers of Postal or Financial, as the case may be, whether past or remaining in office, shall execute and deliver, on the request of Postal, any and all proper conveyances, agreements, documents, instruments and assurances and perform all necessary or proper acts, to vest, perfect, confirm, or record such title thereto in Postal, or to otherwise to carry out the provisions of this Plan.
- 7. Filing with the Florida and Delaware Secretaries of State and Effective Date. On the closing, as provided in the Plan and Agreement of Reorganization of which this Plan is a part, Financial and Postal shall cause their respective presidents to execute Articles of Merger in the form attached to this Agreement and on such execution this Plan shall be deemed incorporated by reference to the Articles of Merger as if fully set forth in such Articles and shall become an exhibit to such Articles of Merger. Thereafter, such Articles of Merger shall be delivered for filing by Postal to the Delaware Secretary of State and to the Florida Secretary of State. In accordance with

EXHIBIT "A" (2 of 4)

Section 607.1105(1)(b) of the Act, the Articles of Merger shall specify the "Effective Date" which shall be the latter of January 1, 2012, or the filing date of the Articles.

- 8. Amendment and Waiver. Any of the terms or conditions of this Plan may be waived at any time by one of the Constituent Corporations which is, or the shareholders of which are, entitled to the benefit thereof by action taken by the Board of Directors of such party, or may be amended or modified in whole or in part at any time before the vote of the shareholders of the Constituent Corporation by an agreement in writing executed in the same manner (but not necessarily by the same persons), or at any time thereafter as long as such change is in accordance with Section 607.1103 of the Act.
- 9. <u>Termination</u>. At any time before the Effective Date (whether before or after filing Articles of Merger), this Plan may be terminated and the merger abandoned by mutual consent to the Boards of Directors of both Constituent Corporations, notwithstanding favorable action by the shareholders of the respective Constituent Corporations.

IN WITNESS WHEREOF, this Plan of Merger is executed as of the $\frac{29}{4}$ day of December, 2011.

BUELOW FINANCIAL	SERVICES,	INC.,
a Florida corporation		

Rv:

Dale J. Buelow, President

POSTAL-GRAM INTERNATIONAL INC., a Delaware corporation

By:

Dale I Buelow President