### 2002 UNIFORM BUSINESS REPORT (UBR)

changed, or on an attachment with an address, with all other like empowered.

SIGNATURE:

#### Mar 19, 2002 8:00 am Secretary of State F95000002181 DOCUMENT # 1. Entity Name THE PLUS COMPANIES, INC. 03-19-2002 90004 026 \*\*\*150.00 Principal Place of Business Mailing Address 520 US HWY 22 520 US HWY 22 PO BOX 6920 PO BOX 6920 BRIOGEWATER NJ 08807-0920 BRIDGEWATER NJ 08807-0920 2. Principal Place of Business 3. Mailing Address Suite, Apt. #, etc. Suite, Apt. #, etc. DO NOT WRITE IN THIS SPACE City & State City & State 4. FEI Number Applied For 22-2785*546* Not Applicable Zip Country Country \$8.75 Additional 5. Certificate of Status Desired Fee Required 7. Name and Address of New Registered Agent 6. Name and Address of Current Registered Agent Name MORRISON, THOMAS K. LENT. LINDA Street Add 6200 COURTNEY CAMPBELL CSWY 1200 West Platt Street SUITE 540 Suite 100, TAMPA FL 33607-5900 City Zip Code 33606 Tampa 8. The above named entity submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida (NOTE: Registered Agent signature required when reinstating) Signature, typed or printed name of registered agent and title if applicable FILE NOW!!! FEE IS \$150.00 9. This corporation is eligible to satisfy its Intangible Election Campaign Financing **\$5.00** May Be After May 1, 2002 Fee will be \$550.00 Tax filing requirement and elects to do so Trust Fund Contribution. Added to Fees (See criteria on back) Make Check Payable to Department of State 11. OFFICERS AND DIRECTORS ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 11 CR2E034 (9/01) TITLE ☐ Delete TITLE ☐ Change Addition CIUFFREDA, ROBERT NAME NAME 520 US HIGHWAY 22 P.O. BOX 6920 STREET ADDRESS STREET ADDRESS CITY-ST-ZIP BRIDGEWATER NJ 08807-0920 CITY-ST-ZIP **VP** Change ☐ Addition TITLE ☐ Delete TITLE **BRENNAN-BROOKS, GERALD** NAME NAME STREET ADDRESS 520 US HIGHWAY P.O. BOX 6920 STREET ADDRESS CITY-ST-ZIP **BRIDGEWATER NJ 08807-0920** CITY-ST-ZIP ☐ Delete TITLE ☐ Change Addition TITLE NAME NAME STREET ADDRESS STREET ADDRESS CITY-ST-7IP CITY-ST-7IP ☐ Change Delete Addition TITLE TITLE NAME NAME STREET ADDRESS STREET ADDRESS CITY-ST-ZIP CITY-ST-ZIP TITLE ☐ Delete TITLE ☐ Change ☐ Addition NAME NAME STREET ADDRESS STREET ADDRESS CITY-ST-ZIP CITY-ST-ZIP ☐ Delete TITLE Change Addition NAME NAME STREET ADDRESS STREET ADDRESS CITY-ST-ZIP CITY-ST-ZIP 13. I hereby certify that the information supplied with this filing does not qualify for the exemption stated in Section 119.07(3)(i), Florida Statutes. I further certify that the information indicated on this report or supplemental report is true and accurate and that my signature shall have the same legal effect as if made under oath; that I am an officer or director of the corporation or the receiver or trustee empowered to execute this report as required by Chapter 607, Florida Statutes; and that my name appears in Block 11 or Block 12 if

**FILED** 

# Octhachment Octhf95000002181/513375

THE PLUS COMPANIES, INC. EIN: 22-2765366

AS OF JANUARY 1, 2001 THE COMPANY MERGED WITH PLUS EXCESS, INC. (EIN: 22-2785546) CONCURRENT WITH THE MERGER PLUS EXCESS CHANGED THE CORPORATE NAME TO THE PLUS COMPANIES, INC.

ATTACHED IS A COPY OF THE CERTIFICATE OF MERGER.

attachment actt 19500000218/15/13875 FILED

#### <u>CERTIFICATE OF MERGER</u>

MAR 1 3 2001

Pursuant to the provisions of Section 14A:10-4.1 of the New <u>lersey Business Comparation</u>. Act, the undersigned corporations adopt the following Certificate of Merger for the purpose of merging The Plus Companies, Inc. into Plus Excess, Inc. And changing the name of Plus Excess, Inc. into "The Plus Companies, Inc.":

- 1. The name of the surviving corporation is PLUS EXCESS, INC., which name is to be changed to THE PLUS COMPANIES, INC. pursuant to the Plan of Merger. The name of the merged corporation is THE PLUS COMPANIES, INC., a corporation of the State of New Jersey, formerly known as Gulf-and-Eastern Management Corp., Inc. whose name was amended by Certificate of Amendment dated June 15, 1998 and filed in the Secretary of State's office on June 30, 1998.
- 2. The attached Plan of Merger was approved by the shareholders of each of the undersigned corporations and approved by the board of directors of the surviving corporation and merging corporation in the manner prescribed in the New Jersey Business Corporation Act. Said Plan of Merger was approved by the directors of the two corporations by written consent on December 14, 2000. The Certificate of Incorporation of Plus Excess, Inc. shall be amended that the aggregate number of shares which the corporation shall have authority to issue is 50,000 shares with no par value effective upon filing date.
- 3. As to each of the undersigned corporations, the number of shares and the designation and number of shares of each class or series entitled to vote as a class on such plan, and the number of shares voted for and against such plan, respectively, are as follows. Both corporations had only one class of stock:

#### SHAREHOLDERS OF THE PLUS COMPANIES, INC.

Name

Shares of common stock

a. Robert Ciuffreda

1250

b. Gerald Brennan-Brooks

1250

SHAREHOLDERS OF PLUS EXCESS, INC.

Name

Shares of common stock

a. Robert Ciuffreda

1250

b. Gerald Brennan-Brooks

1250

## attachment act F950000021811 |513375

4. The merger is to be effective as of the date of filing.

Dated:	January 1, 2001	

THE PLUS COMPANIES, INC.

By:

Robert Cluffreda

Chairman, Secretary, Director, Shareholder

By:

Gerald Drennan-Brooks

President, Treasurer, Director, Shareholder

Dated: January 1, 2001

PLUS EXCESS, INC.

9.//

Chairman, Secretary, Director, Shareholder

By:

Gerald BrennankBrooks

President, Treasurer, Director, Shareholder

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