

# F9800006630

Florida Department of State  
Division of Corporations  
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## MERGER OR SHARE EXCHANGE

### DREAMS PRODUCTS, INC.

Certificate of Status	0
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*Merger*  
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**ARTICLES OF MERGER  
OF  
DREAMS UNIQUE, INC.  
AND  
DREAMS PRODUCTS, INC.**

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The following Articles of Merger are being submitted in accordance with, and meet the requirements of, Section 607.1109, Florida Statutes.

**FIRST:** The name, jurisdiction, and document number of the merging corporation is: Dreams Unique, Inc., a Florida corporation, bearing Document Number P07000021335 (the "Merging Corporation").

**SECOND:** The name, jurisdiction, and document number of the surviving corporation is: Dreams Products, Inc., a Utah corporation, bearing Entity Number 1420689-0142 (the "Surviving Corporation").

**THIRD:** The attached Plan of Merger meets the requirements of Section 607.1101, Florida Statutes and of Section 16-10a-1101 of the Utah Revised Business Corporation Act.

**FOURTH:** The Articles of Incorporation and Bylaws of the Surviving Corporation are not being amended in connection with the Merger.

**FIFTH:** The terms and conditions of the Plan of Merger were authorized and approved by the written consent of the Board of Directors and sole shareholder of the Merging Corporation on May 4, 2009, and by the written consent of the Board of Directors and sole shareholder of the Surviving Corporation on May 4, 2009.

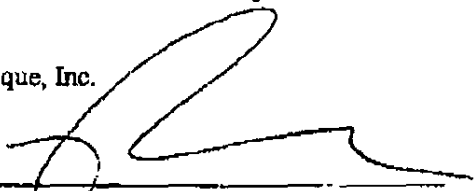
**SIXTH:** The effective date of these Articles of Merger shall be the date of filing.

**SEVENTH:** The Surviving Corporation 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 the Merging Corporation.

**EIGHTH:** The Surviving Corporation agrees to promptly pay to the dissenting shareholders of the Merging Corporation the amount, if any, to which they are entitled under s. 607.1302, Florida Statutes.

IN WITNESS WHEREOF, the Merging Corporation and the Surviving Corporation have caused these Articles of Merger to be signed in their name and on their behalf by their authorized officers, this 4<sup>th</sup> day of May 2009.

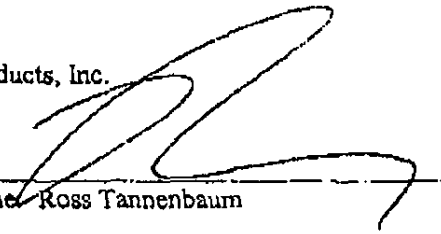
Dreams Unique, Inc.

Signature: 

Printed Name: Ross Tannenbaum

Title: CEO

Dreams Products, Inc.

Signature: 

Printed Name: Ross Tannenbaum

Title: CEO

**PLAN OF MERGER  
OF  
DREAMS UNIQUE, INC., a Florida corporation  
AND  
DREAMS PRODUCTS, INC., a Utah corporation**

**FIRST:** The name, entity type, and jurisdiction of the merging corporation is: Dreams Unique, Inc. ("Unique"), a profit corporation organized under the laws of the State of Florida.

**SECOND:** The name, entity type, and jurisdiction of the surviving corporation is: Dreams Products, Inc. ("DPI"), a profit corporation organized under the laws of the State of Utah.

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

(a) At the Effective Time, Unique shall be merged with and into DPI in accordance with the provisions of Section 607.1109 of the Florida Business Corporation Act (the "FBCA") and Section 16-10a-1101 of the Utah Revised Business Corporation Act ("URBCA"), and the separate existence of Unique shall cease. DPI shall be the Surviving Entity in the Merger.

(b) The name of the Surviving Entity shall remain "Dreams Products, Inc." after the Effective Time.

(c) The Certificate of Incorporation and the Bylaws of DPI as in effect immediately prior to the Effective Time shall be the Certificate of Incorporation and the Bylaws of the Surviving Entity thereafter.

(d) The location of the principal office shall be DPI's principal office as identified in its Certificate of Incorporation.

**FOURTH:** The Effective Time of the Merger shall be the date of filing of the Articles of Incorporation with the Florida Secretary of State and with the Utah Division of Corporations and Commercial Code, which filings shall provide that the Merger shall be effective as of the Effective Time (the "Merger Filing").

**FIFTH:** At the Effective Time, by virtue of the Merger and without any action on the part of any party, all shares of Unique issued and outstanding will be cancelled.