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DIVISION OF CORPORATION

Merger W/Nave 03/28/06 Charge

LAW OFFICES OF STEVEN M. FAHLGREN, P.A.

ATTORNEY AT LAW

4751 SOUTH CONWAY ROAD ORLANDO, FLORIDA 32812 TELEPHONE (407) 852-1711 FACSIMILE (407) 852-9088 sfahlgren@orlandocounsel.com www.fortheconsumer.com

March 16, 2006

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

Re:

Articles of Merger

Mowry Excavating, Inc.

Enclosed please find the Articles of Merger between Mowry Excavation, Inc. and Central Florida Excavation, Inc. along with our check for \$78.75, representing \$35.00 for each party and \$8.75 for a certified copy.

Please return all correspondence concerning this matter and the certified copy to the address above. Please contact me at (407) 852-1711 should you require additional information.

Very truly of

Asterien M. Fahlgren

SMF/ls Enclosures

 $M:\\ Mowry\ \&\ Estate\ of\ Mary\ Mowry\ adv.\ Mowry\\ LETTERS\\ letter\ to\ Dept\ of\ state.wpd$

DIVISION OF CORPORATIONS 06 MAR 20 PM 1:18

3/16/06 Donnehmy 3/16/06

ARTICLES OF MERGER

MOWRY EXCAVATING, INC., Florida document/registration number J74364, FEI Number: 592815086, whose principal office street address is 3110 38th Street, Orlando, FL 32839 and CENTRAL FLORIDA EXCAVATION INC., Florida document/registration number P03000059191, FEI Number: 920184672, whose principal office street address is 3110 38th Street, Orlando, FL 32839 (hereafter collectively referred to as the "merging parties") being validly and legally formed corporations under the laws of the State of Florida, have adopted a Plan of Merger. The Plan of Merger attached to these articles has been approved. The effective date of the Merger is the date of filing of these articles with the Secretary of State.. The Board of Directors of MOWRY EXCAVATING, INC. and the Board of Directors of CENTRAL FLORIDA EXCAVATION INC. adopted the Plan of Merger and it was unanimously approved by the shareholders of MOWRY EXCAVATING, INC. and CENTRAL FLORIDA EXCAVATION INC. on March 16, 2006. The surviving corporation is MOWRY EXCAVATING, INC., Florida document/registration number J74364, FEI Number: 592815086, whose principal office street address is 3110 38th St., Orlando, FL 32839. The Articles of Incorporation of the surviving corporation, Mowry Excavating, Inc., shall remain the same except that they are amended to change the name of the surviving corporation from MOWRY EXCAVATING, INC. to CENTRAL FLORIDA CREATIONS, INC. The attached Plan of Merger meets the requirements of section 607.1108. The merger is permitted under the respective laws of the State of Florida and is not prohibited by any agreement.

MOWRY EXCAVATING, INC. n/k/a CENTRAL FLORIDA CREATIONS, INC.

President'

Fred B. Mowry

Attest: Jalbynown 3/16/06 Secretary	Denne Muoy	3/16/05
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CENTRAL FLORIDA EXCAVATION, INC.

By Fresh Mary 3/16/06 Denne my 2/11/05

President Fred B. Mowry

Attest:

Fresh Mary 3/16/06 Denne may 2/16/06

Plan of Merger

This plan of merger dated March 16, 2006, by and between MOWRY

EXCAVATING, INC., hereinafter referred to as the "surviving corporation," and CENTRAL

FLORIDA EXCAVATION INC., hereinafter referred to as the "absorbed corporation."

WHEREAS, MOWRY EXCAVATING, INC. is a corporation organized and existing under the laws of the State of Florida and

WHEREAS, <u>CENTRAL FLORIDA EXCAVATION_INC.</u> is a corporation organized and existing under the laws of the State of Florida; and

WHEREAS, The boards of directors of the constituent corporations deem it desirable and in the best business interests of the corporations and their shareholders that <u>CENTRAL</u>

<u>FLORIDA EXCAVATION INC.</u> be merged into <u>MOWRY EXCAVATING, INC.</u> pursuant to the provisions of Sections 607.1101 et seq. of the Florida Business CORPORATION Act in order that the transaction qualify as a "reorganization" within the meaning of Section 368(a)(1)(A) of the Internal Revenue Code of 1986, as amended;

NOW, THEREFORE, in consideration of the mutual covenants, and subject to the terms and conditions set forth below, the constituent corporations agree as follows:

- 1. Merger. <u>CENTRAL FLORIDA EXCAVATION_INC.</u> shall merge with and into <u>MOWRY EXCAVATING, INC.</u>, which shall be the surviving corporation.
- 2. **Terms and Conditions.** On the effective date of the merger, the separate existence of the absorbed corporation shall cease, and the surviving corporation shall succeed to all the rights, privileges, immunities, and franchises, and all the property, real, personal, and mixed of the absorbed corporation, without the necessity for any separate transfer. The surviving corporation shall then be responsible and liable for all liabilities and obligations of the absorbed corporation, and neither the rights of creditors nor any liens on the property of the absorbed corporation shall be impaired by the merger.

- 3. Conversion of Shares. The manner and basis of converting the shares of the absorbed corporation into shares, [rights, obligations, and other securities] of the surviving corporation is as follows: Each share of the common stock of CENTRAL FLORIDA EXCAVATION INC. issued and outstanding on the effective date of the merger shall be converted into shares of the common stock of MOWRY EXCAVATING, INC. such that following the merger there shall be 1,000 shares issued and outstanding of which 800 shares shall be owned by Donna Mowry, 100 shares shall be owned by Fred Mowry and 100 shares shall be owned by Robert J. Ruiz.
- 4. Changes in Articles of Incorporation. The articles of incorporation of the surviving corporation are amended and changed as follows: the name of the surviving corporation shall be changed to Central Florida Creations, Inc.
- 5. **Changes in Bylaws.** The bylaws of the surviving corporation shall continue to be its bylaws following the effective date of the merger.
- 6. **Directors and Officers.** The directors and officers of the surviving corporation on the effective date of the merger shall continue as the directors and officers of the surviving corporation for the full unexpired terms of their offices and until their successors have been elected or appointed and qualified.
- 7. Approval by Shareholders. This plan of merger shall be submitted for the approval of the shareholders of the constituent corporations in the manner provided by the applicable laws of the State of Florida and the meetings to be held on or before April 15, 2006 or at such other time as to which the boards of directors of the constituent corporations may agree.
- 8. **Effective Date of Merger.** The effective date of this merger shall be the date when articles of merger are filed by the Florida Department of State.
- 9. **Execution of Agreement.** This plan of merger may be executed in any number of counterparts, and each counterpart shall constitute an original instrument.

Executed on behalf of the parties by their officers and attested by their respective secretaries pursuant to the authorization of their respective boards of directors on the date first

above written.

	By Downell of July Morn 3/16/06 President 3/16/06
Attest:	
	Secretary Sulson Jul 3 Mary 3/14/06
	CENTRAL FLORIDA EXCAVATION_INC.
	By Down Holes July 3/16/06 President
Attest:	
	Derectory Steel Fra/B Mary 3/16/06