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HARPER, KYNES

001/003

Division of Corporations

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K 71051

Florida Department of State
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MERGER OR SHARE EXCHANGE

MENSH AND MACINTOSH, P.A.

Certificate of Status	0
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Merger
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ARTICLES OF MERGER
Merger Sheet

MERGING:

MYRON J. MENSCH, P.A., a Florida corporation, 642977

INTO

MENSCH AND MACINTOSH, P.A., a Florida entity, K71051.

File date: November 1, 2001

Corporate Specialist: Darlene Connell

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**ARTICLES OF MERGER
OF
MYRON J. MENSCH, P.A. AND MENSCH AND MACINTOSH, P.A.**

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Pursuant to the provisions of Florida Statutes Section 607.1105, the undersigned corporations adopt the following Articles of Merger for the purpose of merging into one corporation:

ARTICLE I - ADOPTION

A Plan of Merger was adopted by the Board of Directors and approved by the Shareholders of each of the undersigned corporations as follows:

<u>Name of Corporation</u>	<u>Date of Approval</u>
MYRON J. MENSCH, P.A.	November 1, 2001
MENSCH AND MACINTOSH, P.A.	November 1, 2001

ARTICLE II - PLAN OF MERGER

The Plan of Merger (the "Plan") adopted by each of the undersigned corporations is as follows:

1. Effective Date. The Plan shall be effective as of filing of these Articles of Merger, at which date the separate existence of MYRON J. MENSCH, P.A. ("MYRON") shall cease and MYRON shall be merged into MENSCH AND MACINTOSH, P.A. (the "Surviving Corporation").
2. Articles of Incorporation. The Articles of Incorporation of the Surviving Corporation in existence at the effective date of this Plan shall be the Articles of Incorporation of the Surviving Corporation until the same shall be altered or amended in accordance with the provisions thereof.
3. Bylaws. The Bylaws of the Surviving Corporation in existence at the effective date of this Plan shall be the Bylaws of the Surviving Corporation until the same shall be altered or amended in accordance with the provisions thereof.
4. Exchange of Shares. At the effective date of this Plan, all of the issued and

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This Instrument Prepared By:
Jack J. Geller, Esq. FL Bar No. 243991
2560 Gulf to Bay Blvd #300
Clearwater, FL 33765
(727) 799-4840

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outstanding stock of MYRON shall be exchanged for 100 shares of the \$1.00 par value Common Stock of the Surviving Corporation.

IN WITNESS WHEREOF, the undersigned have executed these Articles of Merger on this 1st day of November, 2001.

MYRON J. MENSCH, P.A.

BY Myron J. Mensch
Myron J. Mensch, President

MENSCH AND MACINTOSH, INC.

BY Myron J. Mensch
Myron J. Mensch, President

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