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 Carleton P. Ketcham, Jr. *
 Christopher J. Gerety *
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 Raymond C. K...
 Frederick C. Heidgerdt†
 Shannon Price *
 H. Michael Muniz †
 Tomas J. Fernandez †
 * Licensed in Alabama
 † Licensed in Florida
 * Licensed in Louisiana

00000001152

TRIMMIER LAW FIRM
 A PARTNERSHIP OF LIMITED LIABILITY ENTITIES
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 August 1, 2000

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 SECRETARY OF STATE
 ALABAMA

Florida Department of State
 DIVISION OF CORPORATIONS
 P.O. Box 6327
 Tallahassee, FL 32314

RE: CUTITLE, INC./Joint CUSO, LLC

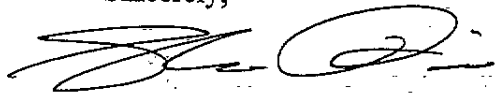
Dear Sirs:

Enclosed herein please find Articles of Merger and a Plan of Merger between CUTITLE, INC. and Joint CUSO, LLC, with Joint CUSO, LLC being the surviving party. Also, please find enclosed Articles of Amendment for Joint CUSO, LLC.

I have enclosed our firm check in the amount of \$85.00 to cover the cost of filing these documents. If you have any questions, please feel free to call me.

Thanking you in advance for your cooperation in this matter, I remain

Sincerely,



SHANNON E. PRICE
 For the Firm

SEP/mtf

Encl.

L00-1152

Name	OK 9-7
Available	OK
Docu	OK
Exam	OK
Upd	OK
Und	OK
Ver	OK
Ack	OK
W. N	OK

FF \$60.00

**ARTICLES OF MERGER
OF
CUTITLE, INC.
INTO
JOINT CUSO, LLC**

The following Articles of Merger of CUTITLE, INC., a Florida corporation, into Joint CUSO, LLC, a Florida limited liability company, are being submitted in accordance with section(s) 607.1109, 608.4382, and/or 620.230, Florida Statutes.

I.

The exact name, street address of its principal office, jurisdiction, and entity type for each merging party are as follows:

CUTITLE, INC.

1903 South Congress Avenue, #100

Boynton Beach, Florida 33426

Jurisdiction:

Florida

Entity Type:

Corporation

Florida Document/Registration Number:

FEI Number:

65-0966459

899-64954

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TALLAHASSEE, FLORIDA

II.

The exact name, street address of its principal office, jurisdiction, and entity type of the surviving party are as follows:

JOINT CUSO, LLC

1903 South Congress Avenue, #100

Boynton Beach, Florida 33426

Jurisdiction:

Florida

Entity Type:

Limited Liability Company

Florida Document/Registration Number:

L00000001152

FEI Number:

65-0977822

III.

The attached Plan of Merger meets the requirements of section(s) 607.1108, 608.438, 617.1103, and/or 620.201, Florida Statutes, and was approved by each domestic corporation and limited liability company that is a party to the merger in accordance with Chapter(s) 607, 617, 608, and/or 620, Florida Statutes.

IV.

The merger is permitted under the respective laws of all applicable jurisdictions and is not prohibited by the agreement of the Articles of Organization of any limited liability company that is a party to the merger.

V.

The merger shall become effective as of the date the Articles of Merger are filed with the Florida Department of State.

VI.

The Articles of Merger comply and were executed in accordance with the laws of each party's applicable jurisdiction.

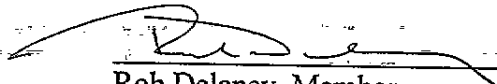
Signed at West Palm Beach, Florida this 13th day of June, 2000.

CUTITLE, INC

JOINT CUSO, LLC



C. Stephen Trimmier, Director



Rob Delaney, Member

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**PLAN OF MERGER
BETWEEN
CUTITLE, INC.
AND
JOINT CUSO, LLC**

The following plan of merger, which was adopted and approved by each party to the merger in accordance with section(s) 607.1107, 617.1103, 608.4381, and/or 620.202, is being submitted in accordance with section(s) 607.1108, 608.438, and/or 620.201, Florida Statutes.

I.

The exact name and jurisdiction of the merging party is:

CUTITLE, INC.

State of Florida

II.

The exact name and jurisdiction of the surviving party is:

JOINT CUSO, LLC

State of Florida

III.

CUTITLE, INC. shall be merged with and into JOINT CUSO, LLC and JOINT CUSO, LLC does hereby merge CUTITLE, INC. with and into itself. On and after the effective date of this contemplated merger:

- a) JOINT CUSO, LLC shall be the surviving party and shall continue to exist as a domestic limited liability company under the laws of Florida, with all of the rights and obligations of such surviving domestic limited liability company as are provided by Florida Statutes.
- b) CUTITLE, INC., a Florida corporation, shall cease to exist and its property shall become the property of JOINT CUSO, LLC as the surviving party.

IV.

The Articles of Organization and Operating Agreement of JOINT CUSO, LLC shall continue as the Articles of Organization and Operating Agreement of the surviving party.

V.

JOINT CUSO, LLC shall continue to be a limited liability company under Florida law and be managed by its Managers.

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TALLAHASSEE, FLORIDA

VI.

Each common share of stock of CUTITLE, INC. outstanding on the effective date of merger shall thereupon, without further action, be cancelled. All then current holders of common stock of CUTITLE, INC. shall become members of JOINT CUSO, LLC in accordance with the Operating Agreement of the Members.

VII.

The name and address of each of the Managers of JOINT CUSO, LLC are as follows:

C. Stephen Trimmier
P.O. Box 1885
Birmingham, AL 35201

John Deese
3469 Summitt Blvd.
West Palm Beach, FL 33406

Rob Delaney
2226 S. Congress Ave.
West Palm Beach, FL 33406

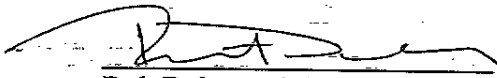
Mike Welte
P.O. Box 16659
West Palm Beach, FL 33416

DONE at West Palm Beach, Florida this 13th day of June, 2000.

CUTITLE, INC

JOINT CUSO, LLC


C. Stephen Trimmier, Director


Rob Delaney, Member

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF MERGER
Merger Sheet

MERGING:

CUTITLE, INC. a Florida entity, P99000064956

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into

JOINT CUSO, L.L.C., a Florida entity L00000001152

File date: August 21, 2000

Corporate Specialist: Tammi Cline