



THE UNITED STATES  
CORPORATION  
COMPANY

# L00000003497

ACCOUNT NO. : 072100000032

REFERENCE : 653892 4343687

AUTHORIZATION :

COST LIMIT : \$ ~~60.00~~ PPD

FILED  
00 APR -7 PM 1:10  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ORDER DATE : April 6, 2000

ORDER TIME : 10:31 AM

ORDER NO. : 653892-005

CUSTOMER NO: 4343687

CUSTOMER: Alan S. Gassman, Esq  
Alan S. Gassman, P.a.  
Suite 102  
1245 Court Street  
Clearwater, FL 33756

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-04/07/00--01065--002  
\*\*\*\*\*60.00 \*\*\*\*\*60.00

ARTICLES OF MERGER

BAYONET POINT OXYGEN SERVICES,  
INC.

INTO

BAYONET POINT OXYGEN SERVICES,  
L.L.C.

100-3497

Name	ERH-7
Availability	
Document	
Ext. No.	
Updater	
Verifier	
Acknowledgment	
W. P. Verifier	

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

\_\_\_\_ CERTIFIED COPY  
XX \_\_\_\_\_ PLAIN STAMPED COPY

CONTACT PERSON: Janine Lazzarini

EXAMINER'S INITIALS: \_\_\_\_\_

RECEIVED  
00 APR -7 AM 11:37  
DEPARTMENT OF STATE  
DIVISION OF CORPORATE  
TALLAHASSEE, FLORIDA

## ARTICLES OF MERGER

The following Articles of Merger are being submitted in accordance with section(s) 607.1109, 608.432, and/or 620.203, Florida Statutes.

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

<u>Name and Street Address</u>	<u>Jurisdiction</u>	<u>Entity Type</u>
BAYONET POINT OXYGEN SERVICES, INC. 13910 Fivay Road Suite 18 Hudson, FL 34667	Florida	Corporation

Florida Document/Registration No.:	FEI Number:
G15290	59-2244774

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

<u>Name and Street Address</u>	<u>Jurisdiction</u>	<u>Entity Type</u>
BAYONET POINT OXYGEN SERVICES, L.L.C. 13910 Fivay Road Suite 18 Hudson, FL 34667	Florida	Limited Liability Corporation

Florida Document/Registration No.:	FEI Number:
L00000003497	59-3635835

THIRD: 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, limited liability company, Partnership and/or limited partnership that is a party to the merger in accordance with Chapter(s) 607, 617, 608 and/or 620, Florida Statutes.

FOURTH: If applicable, the attached Plan of Merger was approved by the other business entity(ies) that is/are party(ies) to the merger in accordance with the respective laws of all applicable jurisdictions.

FIFTH: If not incorporated, organized, or otherwise formed under the laws of the state of Florida, the surviving entity hereby appoints the Florida Secretary of State as its agent for substitute service of process pursuant to Chapter 48, Florida Statutes, in any proceeding to enforce any obligation or

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TALLAHASSEE, FLORIDA

rights of any dissenting shareholders, partners, and/or members of each domestic corporation, partnership, limited partnership and/or limited liability company that is a party to the merger.

SIXTH: If not incorporated, organized, or otherwise formed under the laws of the state of Florida, the surviving entity agrees to pay the dissenting shareholders, partners, and/or members of each domestic corporation, partnership, limited partnership and/or limited liability company that is a party to the merger the amount, if any, to which they are entitled under section(s) 607.1302, 620.205, and/or 608.4384, Florida Statutes.

SEVENTH: If applicable, the surviving entity has obtained the written consent of each shareholder, member, or person that as a result of the merger is now a General Partner of the surviving entity pursuant to section(s) 607.1108(5), 608.4381(2), and/or 608.4384, Florida Statutes.

EIGHTH: The merger is permitted under the respective laws of all applicable jurisdictions and is not prohibited by the agreement of any partnership or limited partnership for the regulations were articles of organization of any limited liability company that is a party to the merger.

NINTH: The merger shall become effective as of:

The date the Articles of Merger are filed with Florida Department of State.

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

AUTHORIZED REPRESENTATIVE OF  
MEMBER BAYONET POINT OXYGEN  
SERVICES, L.L.C.

  
ALAN S. GASSMAN

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09 APR - 7 PM 1:10  
CLERK OF STATE  
TALLAHASSEE, FLORIDA

## ARTICLES OF MERGER

The following Articles of Merger are being submitted in accordance with section(s) 607.1109, 608.432, and/or 620.203, Florida Statutes.

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

<u>Name and Street Address</u>	<u>Jurisdiction</u>	<u>Entity Type</u>
BAYONET POINT OXYGEN SERVICES, INC. 13910 Fivay Road Suite 18 Hudson, FL 34667	Florida	Corporation

Florida Document/Registration No.:	FEI Number:
G15290	59-2244774

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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

<u>Name and Street Address</u>	<u>Jurisdiction</u>	<u>Entity Type</u>
BAYONET POINT OXYGEN SERVICES, L.L.C. 13910 Fivay Road Suite 18 Hudson, FL 34667	Florida	Limited Liability Corporation

Florida Document/Registration No.:	FEI Number:
L00000003497	59-3635835

THIRD: 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, limited liability company, Partnership and/or limited partnership that is a party to the merger in accordance with Chapter(s) 607, 617, 608 and/or 620, Florida Statutes.

FOURTH: If applicable, the attached Plan of Merger was approved by the other business entity(ies) that is/are party(ies) to the merger in accordance with the respective laws of all applicable jurisdictions.

FIFTH: If not incorporated, organized, or otherwise formed under the laws of the state of Florida, the surviving entity hereby appoints the Florida Secretary of State as its agent for substitute service of process pursuant to Chapter 48, Florida Statutes, in any proceeding to enforce any obligation or

rights of any dissenting shareholders, partners, and/or members of each domestic corporation, partnership, limited partnership and/or limited liability company that is a party to the merger.

SIXTH: If not incorporated, organized, or otherwise formed under the laws of the state of Florida, the surviving entity agrees to pay the dissenting shareholders, partners, and/or members of each domestic corporation, partnership, limited partnership and/or limited liability company that is a party to the merger the amount, if any, to which they are entitled under section(s) 607.1302, 620.205, and/or 608.4384, Florida Statutes.

SEVENTH: If applicable, the surviving entity has obtained the written consent of each shareholder, member, or person that as a result of the merger is now a General Partner of the surviving entity pursuant to section(s) 607.1108(5), 608.4381(2), and/or 608.4384, Florida Statutes.

EIGHTH: The merger is permitted under the respective laws of all applicable jurisdictions and is not prohibited by the agreement of any partnership or limited partnership for the regulations, were articles of organization of any limited liability company that is a party to the merger.

NINTH: The merger shall become effective as of:

The date the Articles of Merger are filed with Florida Department of State.

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

AUTHORIZED REPRESENTATIVE OF  
MEMBER BAYONET POINT OXYGEN  
SERVICES, L.L.C.

  
ALAN S. GASSMAN

FILED  
APR -7 PM 1:10  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

## PLAN OF MERGER

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, 608.431, and/or 620.202, is being submitted in accordance with section(s) 607.1108, 608.438, and/or 620.201, Florida Statutes.

FIRST: The exact name and jurisdiction of each merging party are as follows:

<u>Name</u>	<u>Jurisdiction</u>
BAYONET POINT OXYGEN SERVICES, INC.	Florida

SECOND: The exact name and jurisdiction of the surviving party are as follows:

<u>Name</u>	<u>Jurisdiction</u>
BAYONET POINT OXYGEN SERVICES, L.L.C.	Florida

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TALLAHASSEE, FLORIDA

THIRD: The term and conditions of the merger are as follows:

The ownership of the merging party and surviving party are identical. The merging party shall merge into the surviving party, and the ownership of the surviving party shall be unchanged.

FOURTH:

A. The manner and basis of converting the interests, shares, obligations or other securities of each merge party into the interests, shares, obligations or other securities of the survivor, in whole or in part, into cash or other property are as follows:

The ownership of the merging party and the surviving party are identical, no conversion is necessary.

B. The manner and basis of converting rights to acquire interests, shares, obligations or other securities of each merged party into rights to acquire interests, shares, obligations or other securities of the surviving entity, in whole or in part, into cash or other property are as follows:

There are no outstanding rights to acquire interest, shares, obligations or mergers of the merging party.

FIFTH: If a partnership or limited partnership is the surviving entity, the name(s) and address(es) of the General Partner(s) are as follows (note: if the General Partner is not an individual, insert Florida Document/Registration Number):

N/A

SIXTH: If a limited liability company is the surviving entity and it is to be managed by one or more managers, the name(s) and address(es) of the manager(s) are as follows:

MITCHELL AND PAULA WEINER  
as Tenants by the Entireties  
13910 Lakeshore Blvd., Suite 140  
Hudson, Florida 34667

SEVENTH: All statements that are required by the laws of the jurisdiction(s) under which each non-Florida business entity that is a party to the merger is formed, organized, were incorporated are as follows:

N/A

EIGHTH: Other provisions, if any, relating to the merger:

N/A

00 APR -9 PM 1:10  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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ARTICLES OF MERGER  
Merger Sheet

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MERGING:

BAYONET POINT OXYGEN SERVICES, INC. a Florida entity, G15290

into

**BAYONET POINT OXYGEN SERVICES, L.L.C.**, a Florida entity L00000003497

File date: April 7, 2000

Corporate Specialist: Tammi Cline

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00 APR -7 PM 1:10  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA