

200005313352-4

Anthony P. Battaglia  
Howard P. Ross  
Ashley O. Dicus  
Stephen J. Wein  
Kelli Hanley Crabb  
Brian P. Battaglia  
Robert E. Jagger  
Edwin B. Jagger  
Timothy W. Weber

First Union Building 980 Tynone Boulevard  
Post Office Box 41100  
St. Petersburg, Florida 33743-1100  
Tel: (727) 381-2300 Fax: (727) 343-4059  
www.brdulaw.com

John Kelly Don  
Lance M. D  
Terri N. Thomas  
Christina N. Sprinkle  
Eric W. Nielsen

Larson & Larson, P.A.  
Counsel for Intellectual Property

\* Board Certified Civil Trial and Business Litigation Lawyer

April 19, 2002

Florida Department of State  
Division of Corporations  
409 East Gaines Street  
Tallahassee, FL 32399

200005313352-4  
-05/08/02--01018--011  
\*\*\*\*\*11.25 \*\*\*\*\*11.25

**Re: Filing of Articles of Merger and Plan of Merger  
for AAA Services of Central Florida, Inc.**

200005313352-4  
-04/22/02--01065--015  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

Dear Sir/Madam:

Enclosed please find the Articles of Merger and Plan of Merger to be filed with regard to the above referenced matter. Also enclosed is our check in the amount of \$78.75 to cover the cost of filing and the cost of a certified copy to be mailed to our office in the envelope provided.

If you have any questions or problems regarding the foregoing, please don't hesitate to contact our office.

Sincerely,

*Lisa R. Stallard*

Lisa R. Stallard  
Legal Assistant

/lrs  
Enclosures

DOC#275500/010250

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DIVISION OF STATE  
TALLAHASSEE, FLORIDA

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Anthony J. Battaglia  
Howard P. Ross ‡  
Aubrey O. Dicus, Jr.  
Stephen J. Wein  
Kelli Hanley Crabb  
Brian P. Battaglia  
Robert E. Jagger  
Edwin B. Jagger  
Timothy W. Weber

*Battaglia, Ross, Dicus & Wein, P.A.*  
*Attorneys at Law*

*First Union Building 980 Tyrone Boulevard  
Post Office Box 41100  
St. Petersburg, Florida 33743-1100  
Tel: (727) 381-2300 Fax: (727) 343-4059  
www.brdwlaw.com*

*Sean Kelly Bonakis  
Sean K. McQuaid  
Terri N. Thomas  
Christina N. Sprinkle  
Eric W. Nelson*

*Larson & Larson, P.A.  
Council for Intellectual Property*

‡ Board Certified Civil Trial and Business Litigation Lawyer

April 26, 2002

Florida Department of State  
Division of Corporations  
Attn: Tammy  
409 East Gaines Street  
Tallahassee, FL 32399

**Re: Filing of Articles of Merger and Plan of Merger  
for AAA Services of Central Florida, Inc.**

Dear Sir/Madam:

Enclosed please find our check in the amount of \$11.25 for the additional amount due for certified copies of the Articles of Merger and Plan of Merger that were previously sent to your office. Please handle accordingly.

Thank you, and should you have any questions or problems regarding the foregoing, please don't hesitate to contact our office.

Sincerely,



Lisa R. Stallard  
Legal Assistant

/lrs  
Enclosure

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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**L00000005683**

The attached document, which was originally filed and updated on our records as a merger on May 7, 2002, was voided due to a clerical error on the part of this office.

Because the document examiner failed to take note of the incorrect Florida document number listed for the merging party, this office failed to note the merging party was not active on our records. Consequently, the merger document was accepted and filed in error.

Said oversight was brought to our attention and corrected on August 12, 2002.

Brenda L. Tadlock  
Sr. Section Administrator  
Registration Section

## ARTICLES OF MERGER

The following articles of merger are being submitted in accordance with section(s) 607.1109, 608.4382, 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>Type</u>
1. AAA Services of Central Florida, Inc. 2014 Santa Barbara Blvd. Naples, FL 34116	Florida	Corp.

Florida Document/Registration Number: P93000063750 FEI Number: 59-3601320

2. AAA Services of Florida, L.L.C. 2758 Tasha Drive Clearwater, FL 33761	Florida	LLC
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Florida Document/Registration Number: L00000005683 FEI Number: 59-3651828

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

<u>Name and Street Address</u>	<u>Jurisdiction</u>
AAA Services of Florida, LLC 2758 Tasha Drive Clearwater, FL 33761	Florida

Florida Document/Registration Number: L00000005683 FEI Number: 59-3651828

**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.

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**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 services 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 part 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 620.202(2), 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 or the regulations or 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

**OR**

(Enter specific date. NOTE: Date cannot be prior to the date of filing.

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

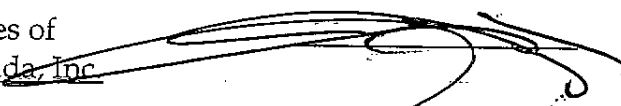

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TENTH: The Articles of Merger comply and were executed in accordance with the laws of each party's applicable jurisdiction.

ELEVENTH: Signatures for each party:

(Note: Please see instructions for required signatures.)

<u>Name of Entity</u>	<u>Signature(s)</u>	<u>Typed or Printed Name of Individual</u>
AAA Services of <u>Central Florida, Inc</u>		Joseph M. Logar, Sr.
AAA Services of <u>Florida, LLC</u>		<u>Joseph M. Logar, Sr.</u>

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TALLAHASSEE, FLORIDA

**REQUIRED SIGNATURES FOR EACH ENTITY TYPE:**

<u>All Corporations:</u>	Signature of Chairman, Vice-Chairman, President or any officer.
<u>All General Partnerships:</u>	Signatures of two partners.
<u>All Domestic Limited Partnerships:</u>	Signatures of all general partners.
<u>All Non-Florida Limited Partnerships:</u>	Signature of one general partner.
<u>All Limited Liability Companies:</u>	Signature of a member or authorized representative of a member.
<u>All Other Business Entities:</u>	In accordance with the laws of their jurisdiction.

Make checks payable to Florida Department of State and mail to:

<u>Mailing address:</u>	<u>Street Address</u>
Division of Corporations	Division of Corporations
P.O. Box 6327	409 E. Gaines Street
Tallahassee, FL 32314	Tallahassee, FL 32399

**FILING FEES:**

For each Limited Partnership:	\$52.50 (If merger filed pursuant to § 608.4382, \$25.00)
For each Limited Liability Company:	\$25.00
For each Corporation:	\$35.00
For each General Partnership:	\$25.00
All Others:	No Charge

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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, 608.4381, 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>
AAA Services of Central Florida, Inc.	Florida
AAA Services of Florida, L.L.C.	Florida

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

<u>Name</u>	<u>Jurisdiction</u>
AAA Services of Florida, L.L.C.	Florida

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TALLAHASSEE, FLORIDA

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

Joseph M. Logar, Sr. will exchange in whole his stock certificate as owner of one hundred fully paid shares for an equal interest in membership certificate held as member of the surviving entity. all parties will maintain the same rights, interest, obligations or other securities in the surviving entity as enjoyed in the corporation.

**FOURTH:** The manner and basis of converting the shares of each corporation into shares, obligations, or other securities of the surviving corporation or other corporation or, in whole or in part, into cash or other property and the manner and basis of converting rights to acquire shares of each corporation into rights to acquire shares, obligations, or other securities of the surviving or any other corporation or, in whole or in part, into cash or other property are as follows:



Joseph Logar will remain Operating Manager of the L.L.C. AAA Services of Central Florida, Inc. will merge into AAA Services of Florida, L.L.C. AAA Services of Florida, L.L.C. will be the surviving entity.

**FIFTH:** If a partnership or limited partnership is the surviving entity, the name(s) and address(es) general partner(s) are as follows:

Name(s) and Address(es)  
of General Partner(s)

If General Partner is Non-Individual,  
Fla. Document/Registration Number

**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:

Joseph M. Logar, Sr.  
2758 Tasha Drive  
Clearwater, FL 34621

**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, or incorporated are as follows:

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

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TALLAHASSEE, FLORIDA