# 2005 IPR 20 PM 3 SELEPTING STATE ALLAHASSEE, FLORIDA

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ARTICLES OF MERGER SECRETARY OF STATE TALLAHASSEE, FLORIDA

Company

of

SOUTHERN TITLE INFORMATION SERVICES, LLC, a Florida limited liability correspond

## with and into

SOUTHERN TITLE HOLDING COMPANY, LLC, a Florida limited liability company.

The following Articles of Merger are being submitted in accordance with Section 608.4382. Florida Statutes. The undersigned limited liability company enters into these Articles of Merger by which SOUTHERN TITLE INFORMATION SERVICES, LLC, a Florida Limited liability company (referred to as the "Merging Party") will be merged with and into SOU THERN TITLE HOLDING COMPANY, LLC, a Florida limited liability company (the "Surviving Party") in accordance with a Plan of Merger entered into pursuant to Section 608.438, Florida Statutes (attached as Exhibit "A" hereto), and the undersigned limited liability companies hereby certify the following:

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

Name and Street Address <u>Jurisdiction</u> Entity Type SOUTHERN TITLE INFORMATION 1. Florida Limited Liability SERVICES, LLC. Company 2335 Beville Road Daytona Beach, Florida 32119

Florida Document/Registration Number: L00000009024 FEI Number: 59366 7112

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

> Jurisdiction Name and Street Address Entity Type SOUTHERN TITLE HOLDING Florida Limited Liability

2. COMPANY, LLC 2335 Beville Road Daytona Beach, Florida 32119

Florida Document/Registration Number: L00000009017 FEI Number: 593667114

THIRD: The attached Plan of Merger meets the requirements of Section 608.438, Florida Statutes, and was approved by each domestic limited liability company that is a party to the merger

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SECRETARY OF STATE

in accordance with Chapter 608, Florida Statutes.

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

FIFTH: The merger shall become effective as of:

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

SIXTH: The Articles of Merger comply and were executed in accordance with the laws of Florida, including without limitation Chapter 608.

SEVENTH: SIGNATURE(S) FOR EACH PARTY:

SOUTHERN TITLE INFORMATION SERVICES, LLC

Shelley Stewart, President

SOUTHERN TITLE HOLDING COMPANY, LLC

Shelley Stewart President

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# EXHIBIT A

SECRETARY OF STATE TALLAHASSEE, FLORIDA

#### PLAN OF MERGER

This Plan of Merger (the "Plan"), is adopted and approved this 28t kay of February 2005 by and among:

SOUTHERN TITLE INFORMATION SERVICES, LLC, a Florida limited liability company (the "Merging Party")

with and into

SOUTHERN TITLE HOLDING COMPANY, LLC, a Florida limited liability company (the "Surviving Party").

### BACKGROUND

The Merging Party and the Surviving Party (sometimes collectively referred to as the "Constituent Companies") have adopted and approved this Plan in accordance with Section 608.4381, Florida Statutes and their respective Members believe that it is in the best interest of the Constituent Companies to merge in accordance with the terms and conditions hereinafter set forth pursuant to Section 608.438, Florida Statutes.

Name and Street Address

SOUTHERN TITLE INFORMATION
SERVICES, LLC,
2335 Beville Road
Daytona Beach,, Florida 32119

Jurisdiction Entity Type
Florida Limited Liability

Company

Florida Document/Registration Number: L00000009024 FEI Number: 593667112

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

Name and Street Address

Juisdiction Entity Type

 SOUTHERN TITLE HOLDING COMPANY, LLC
 2335 Beville Road
 Daytona Beach, Florida 32119 Florida

Limited Liability

Company

Florida Document/Registration Number: L00000009017 FEI Number: 593667114

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

The Merging Party shall merge with and into the Surviving Party, which limited. Iiability company shall survive the merger. The effective date of the merger shall be the date on which the Articles of Merger are filed in the offices of the Secretary of State, State of Florida.

Upon the effective date of the merger, the separate existence of the Merging Party shall cease. and the Merging Party shall be merged in accordance with the provisions of this Plan into the Surviving Party, which shall survive such merger, and shall continue in existence and shall, without other transfer, succeed to and possess all of the rights, privileges, immunities, powers and purposes of each of the Constituent Companies consistent with the Articles of Organization and Regulations of the Surviving Party, and all property, real, personal, and mixed, causes of action, and every other asset of each of the Constituent Companies shall vest in the Surviving Party without further act or deed, and the Surviving Party shall assume and be liable for all of the liabilities, obligations and penalties of each of the Constituent Companies. No liability or obligation against arry of the Constituent Companies due or to become due, claim or demand for any cause existing against any of the Constitutent Companies shall be released or impaired by such merger. No action, or proceeding, civil or criminal, then pending by or against any of the Consitutent Companies shall abate or be discontinued by such merger but may be enforced, prosecuted, settled, or compromised as if such merger had not occurred, or the Survivig Party may be substituted in such action in place of any of the Constituent Companies. To the extent permitted by law, from time to time, as and when requested by the Surviving Pary or by its successors and assigns, the Merging Party shall execute and deliver or cause to be executed and delivered all such deeds and instruments, and shall take or cause to be taken, such further or other actions as the Surviving Party shall deem mecessary or desirable in order to vest in and confirm to the Surviving Party title to, and possession of, all property of the Merging Party acquired or to be acquired by reason of or as a result of the merger herein provided. The proper officers and managers of the Merging Party and the proper officers and managers of the Surviving Party are fully authorized, in the name of the Surviving Party or otherwise, to undertake or cause to be taken any and all such action.

FOURTH: Upon the effective date of the merger provided for herein, the Articles of Organization and the Regulations of the Surviving Party shall remain the Articles of Organization and Regulations of the Surviving Party, until altered, amended, or repealed.

FIFTH: Upon the effective date of the merger provided for herein, all ourtstanding membership interests of the Merging Party outstanding as of the effective ate hereof shall, by virtue of the merger and without any action on the part of the holder thereof, shall be cancelled and the members of the Surviving Party shall retain the same ownership interest in and to the Surviving Party in the same percentage and proportions as such members held prior to the effective date of the merger. Nothing in this Plan or the merger is intended to alter or change in any way the percentage ownership interests of the members in the Surviving Party and no additional ownership interests, cash, securities or real or personal property of any kind or nature whatsoever shall be distributed to the members of the Surviving Party in respect of the merger.

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SIXTH: The Surviving Entity shall be Manager managed, and the harders and addresses of the managers are as follows:

<u>Name</u>	Address
Morteza Hosseini-Kargar	2379 Beville Road, Daytona Beach, FL 32119
2. Charlene Irland	2379 Beville Road, Daytona Beach, FL 32119
3. L. Gale Lemerand	2335 Beville Road, Daytona Beach, FL 32119
4. Harold Hickman	3401 W. Cypress St., Ste. 202, Tampa, FL 33607
5. Jimmy Hickman	3401 W. Cypress St., Ste. 202, Tampa, FL 33607
6. Kurt Blass	3401 W. Cypress St., Ste. 202, Tampa, FL 33607
7. Cindy Jones	2379 Beville Road, Daytona Beach, FL 32119

The Surviving Party shall retain the same officers and agents as existed prior to the effective date of the merger.

**SEVENTH**: SIGNATURE(S) FOR EACH PARTY:

SOUTHERN TITLE INFORMATION SERVICES, LLC

Shelley Stewart, President

SOUTHERN TITLE HOLDING COMPANY, LLC

Shelley Stewart, President