

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
(850) 224-8000 • (850) 42-8060 • Fax (850) 224-8022

LO2000015304

Rx Properties LLC

700006698647-5
-07/26/02-01008-008
*****90.00 *****90.00

- ___ Art of Inc. File
- ___ LTD Partnership File
- ___ Foreign Corp. File
- ✓ L.C. File merger
- ___ Fictitious Name File
- ___ Trade/Service Mark
- ___ Merger File
- ___ Art. of Amend. File
- ___ RA Resignation
- ___ Dissolution / Withdrawal
- ___ Annual Report / Reinstatement
- ✓ Cert. Copy
- ___ Photo Copy
- ___ Certificate of Good Standing
- ___ Certificate of Status
- ___ Certificate of Fictitious Name
- ___ Corp Record Search
- ___ Officer Search
- ___ Fictitious Search
- ___ Fictitious Owner Search
- ___ Vehicle Search
- ___ Driving Record
- ___ UCC 1 or 3 File
- ___ UCC 11 Search
- ___ UCC 11 Retrieval
- ___ Courier

Name Availability	
Document Examiner	DCC
Updater	DCC
Director	DCC
Secretary	DCC
Signature	DCC
Verifier	DCC

Requested by: LW 7/26
Name _____ Date _____ Time _____
Walk-In _____ Will Pick Up _____

RECEIVED
02 JUL 26 AM 10:52
TALLAHASSEE, FLORIDA
SECRETARY OF STATE
02 JUL 26 PM 1:37
FILED

ARTICLES OF MERGER
Merger Sheet

MERGING:

RX PROPERTIES, INC., A FLORIDA CORPORATION (P98000059048)

INTO

RX PROPERTIES LLC, a Florida limited liability company, L02000015304

File date: July 26, 2002

Corporate Specialist: Diane Cushing

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>Entity Type</u>
1. Rx PROPERTIES, INC. 155 E. New England Ave. Winter Park, FL 32789	Florida	Corporation
Florida Document/Registration Number: P98000059048		FEI Number: 59-3570578
2. Rx PROPERTIES LLC 155 E. New England Ave. Winter Park, FL 32789	Florida	Limited Liability Company
Florida Document/Registration Number: L02000015304		FEI Number: 59-1264879
3. _____ _____ _____	_____	_____
Florida Document/Registration Number: _____		FEI Number: _____
4. _____ _____ _____	_____	_____
Florida Document/Registration Number: _____		FEI Number: _____

(Attach additional sheet(s) if necessary)

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>	<u>Entity Type</u>
<u>Rx PROPERTIES LLC</u>	<u>Florida</u>	<u>LLC</u>
<u>155 E. New England Ave.</u>		
<u>Winter Park, FL 32789</u>		

Florida Document/Registration Number: L02000015304 **FEI Number:** 48-1264879

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 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

N/A

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

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

ELEVENTH: SIGNATURE(S) FOR EACH PARTY:

(Note: Please see instructions for required signatures.)

Name of Entity _____

Signature(s) _____

Rx PROPERTIES, INC.

Typed or Printed Name of Individual

Smitaben M. Amin, President

Rx PROPERTIES LLC

Smitaben M. Ami

(Attach additional sheet(s) if necessary)

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>
Rx PROPERTIES, INC.	Florida
Rx PROPERTIES LLC	Florida

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

<u>Name</u>	<u>Jurisdiction</u>
Rx PROPERTIES LLC	Florida

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

1 share of Rx Properties, Inc. stock for 1% membership interest in Rx Properties LLC

(Attach additional sheet(s) if necessary)

FOURTH:

A. The manner and basis of converting the interests, shares, obligations or other securities of each merged 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:

1 share of Rx Properties, Inc. stock for 1% membership interest in Rx Properties LLC

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:

NONE

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(Attach additional sheet(s) if necessary)

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:

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

If General Partner is a Non-Individual,
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:

LLC managed by members

Dilipkumar Maganbhai Patel, Trustee
of the Dilipkumar Maganbhai Patel
Revocable Living Trust dated 3/6/01
155 E. New England Ave.
Winter Park, FL 32789

Smitaben M. Amin, Trustee of the Smitaben
M. Amin Family Trust dated 8/3/00
155 E. New England Ave.
Winter Park, FL 32789

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:

N/A

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TALLAHASSEE, FLORIDA

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

NONE

(Attach additional sheet(s) if necessary)