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TALLAHASSEE, FLORIDA

J. BRYAN MAR 10 2003

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March 6, 2003

FEDERAL EXPRESS

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

Re: Pet Van Go, LLC

To Whom It May Concern:

With regard to the above, enclosed please find the following:

1. the original and one (1) copy of the Articles of Organization for PET VAN GO, LLC, a Florida limited liability company,
2. the original and one (1) copy of the Articles of Merger between PET VAN GO, LLC, a New York limited liability company and PET VAN GO, LLC, a Florida limited liability company, and
3. Ms. Patterson's check in the amount of \$175.00, representing the filing fee

Should the enclosed be acceptable, please return the copy of each marked "Filed" in the enclosed FedEx mailer.

Thank you for your assistance in this matter. Should you have any questions or comments in this regard, please feel free to contact me.

Sincerely,


FRANCIS X. J. LYNCH

FXJL/kh

Enclosures

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TALLAHASSEE, FLORIDA

ARTICLES OF MERGER
Merger Sheet

MERGING:

PET VAN GO, LLC A NON-QUALIFIED NEW YORK ENTITY

,

into

PET VAN GO, LLC, a Florida entity L03000008537

File date: March 7, 2003

Corporate Specialist: Joey Bryan

**ARTICLES OF MERGER
BETWEEN
PET VAN GO, LLC (a New York limited liability company)
AND
PET VAN GO, LLC (a Florida limited liability company)**

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The following Articles of Merger are being submitted in accordance with Florida Statute Section 608.4382.

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

<u>Name and Street Address</u>	<u>Jurisdiction</u>	<u>Entity Type</u>
1. Pet Van Go, LLC 1049 Manor Drive Palm Springs, FL 33461	Florida	limited liability company
Florida Document/Registration Number: _____		FEI Number: applied for
2. Pet Van Go, LLC _____ _____	New York	limited liability company
Florida Document/Registration Number: <u>N/A</u>		FEI Number: 02-0559119

SECOND: The exact name, street address of its principal office, jurisdiction, and entity of the **Surviving** Entity is as follows:

<u>Name and Street Address</u>	<u>Jurisdiction</u>	<u>Entity Type</u>
Pet Van Go, LLC 1049 Manor Drive Palm Springs, FL 33461	Florida	limited liability company

Florida Document/Registration Number: LO3000008537 FEI Number: applied for

THIRD: The attached Plan of Merger meets the requirements of Florida Statute Section 608.438, and was approved by each limited liability company that is a party to the merger in accordance with Chapter 608, Florida Statutes.

FOURTH: The attached Plan of Merger was approved by the merging entities in accordance with the respective laws of all applicable jurisdictions.

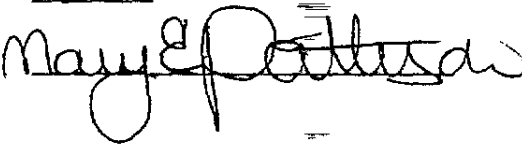
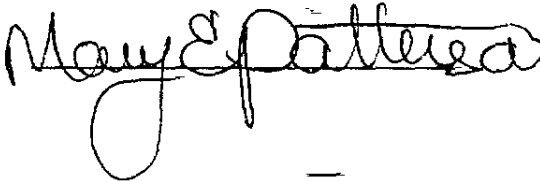
FIFTH: The Surviving Entity has obtained the written consent of each person who, as a result of the merger, is now a member of the surviving entity pursuant to Florida Statute Section 608.4381(2).

SIXTH: The merger is permitted under the respective laws of all applicable jurisdictions and is not prohibited by the regulations or articles of organization of any merging entity.

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

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

NINTH: **Signature for each party:**

<u>Name of Entity</u>	<u>Signature</u>	<u>Typed or Printed Name of Individual</u>
Pet Van Go, LLC (a New York limited liability company)		Elizabeth Patterson sole member
Pet Van Go, LLC (a Florida limited liability company)		Elizabeth Patterson sole member

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PLAN OF MERGER
BETWEEN
PET VAN GO, LLC (a New York limited liability company)
AND
PET VAN GO, LLC (a Florida limited liability company)

The following Plan of Merger, which was adopted and approved by each party to the merger in accordance with Florida Statute Section 608.4381 is being submitted in accordance with Florida Statute Section 608.438.

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

<u>Name</u>	<u>Jurisdiction</u>
1. Pet Van Go, LLC	New York (the New York Entity)
2. Pet Van Go, LLC	Florida (the Surviving Entity)

SECOND: The exact name and jurisdiction of the Surviving Entity is as follows:

<u>Name</u>	<u>Jurisdiction</u>
Pet Van Go, LLC	Florida

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

a. The Surviving Entity shall possess and retain every interest in all assets and property of every description. The rights, privileges, immunities, powers, franchises and authority, of a public as well as private nature of each of the merging entities shall be vested in the Surviving Entity without further act or deed. The title to and any interest in all real estate vested in either of the merging entities shall not revert or in any way be impaired by reason of the Merger.

b. All obligations belonging to or due to each of the merging entities shall be vested in the Surviving Entity without further act or deed, and the Surviving Entity shall be liable for all of the obligations of each of the merging entities existing as of the Effective Time.

c. At the Effective Time, by virtue of the Merger and without any action on the part of the parties or otherwise:

- (i) each issued and outstanding membership interest of the New York Entity shall be cancelled without payment of any consideration and without any conversion; and

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- (ii) each membership interest of Surviving Entity shall remain issued and outstanding.

d. The articles of organization of Surviving Entity in effect immediately prior to the Effective Time shall continue without change.

FOURTH: The name and address of the manager managing member is as follows:

Elizabeth Patterson
1049 Manor Drive
Palm Springs, Florida 33461

FIFTH: There are no statements required by the laws of the jurisdiction under which the New York Entity was formed.

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