

Division of Corporations

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L030000014963

Florida Department of State
Division of Corporations
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To: Division of Corporations
Fax Number : (850) 205-0380

From: Account Name : CORPORATE & CRIMINAL RESEARCH SERVICES
Account Number : 110450000714
Phone : (850) 222-1173
Fax Number : (850) 224-1640

Effective Date -

5-1-03 0399.14860

MERGER OR SHARE EXCHANGE

ROBERTS FUNERAL HOME AND CREMATION SERVICE OF ARCADIA

Certificate of Status	0
Certified Copy	0
Page Count	06
Estimated Charge	\$87.50

4-30-03

ARTICLES OF MERGER
Merger Sheet

MERGING:

ROBARTS FUNERAL HOME AND CREMATION SERVICE, INC., A FLORIDA
ENTITY, P02000122850

into

ROBARTS FUNERAL HOME AND CREMATION SERVICE OF ARCADIA,
LLC., a Florida entity L03000014963

File date: April 30, 2003 , effective May 1, 2003

Corporate Specialist: Trevor Brumbley
Amount charged: 87.50

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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AND
FILED

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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. <u>Roberts Funeral Home And Cremation Service, Inc.</u> <u>163 North Brevard Avenue</u> <u>Arcadia, FL 34266</u>	<u>Florida</u>	<u>Corporation</u>

Florida Document/Registration Number: P02000122850FEI Number: 16-1639334

2. <u>Roberts Funeral Home And Cremation Service of Arcadia, L.L.C.</u> <u>163 North Brevard Avenue</u> <u>Arcadia, FL 34266</u>	<u>Florida</u>	<u>Limited Liability Company</u>
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Florida Document/Registration Number: L03000014963FEI Number: Applied For

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>Roberts Funeral Home And Cremation Service of Arcadia, L.L.C.</u> <u>163 North Brevard Avenue</u> <u>Arcadia, FL 34266</u>	<u>Florida</u>	<u>Limited Liability Company</u>

Florida Document/Registration Number: L03000014963 FEI Number: Applied For

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 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 May 1, 2003.

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

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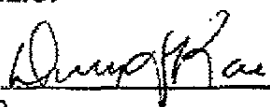
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ELEVENTH: SIGNATURE(S) FOR EACH PARTY:

<u>Name of Entity</u>	<u>Signature(s)</u>	<u>Typed or Printed Name of Individual</u>
Robarts Funeral Home And Cremation Service, Inc.		<u>Dennis Roberts</u> <u>President</u>
Robarts Funeral Home And Cremation Service of Arcadia, L.L.C.		<u>Dennis Roberts</u> <u>Manager</u>
Robarts Funeral Home And Cremation Service of Arcadia, L.L.C.		<u>Deborah J. Roberts</u> <u>Manager</u>

JSS:kr/6588-1/Articles of Merger

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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>
Robarts Funeral Home And Cremation Service, Inc.	Florida
Robarts Funeral Home And Cremation Service of Arcadia, L.L.C.	Florida

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

<u>Name</u>	<u>Jurisdiction</u>
Robarts Funeral Home And Cremation Service of Arcadia, L.L.C.	Florida

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

Robarts Funeral Home And Cremation Service, Inc., shall be merged with Robarts Funeral Home And Cremation Service of Arcadia, L.L.C., with Robarts Funeral Home And Cremation Service of Arcadia, L.L.C., being the surviving entity. Thereafter, all assets and liabilities of Robarts Funeral Home And Cremation Service, Inc., shall belong to and be the responsibility of Robarts Funeral Home And Cremation Service of Arcadia, L.L.C. Subsequent to this merger, all

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tax reporting requirements and filings shall utilize the EIN Number issued to Roberts Funeral Home And Cremation Service of Arcadia, L.L.C.

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:

All assets will be retitled into the name of the surviving entity, Roberts Funeral Home And Cremation Service of Arcadia, L.L.C.

- 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:

N/A

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)

N/A

If General Partner is a Non-Individual,
Florida Document/Registration Number

N/A

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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:

Dennis Robarts
529 West Main Street
PO Box 519
Wauchula, FL 33873

Deborah J. Robarts
529 West Main Street
PO Box 519
Wauchula, FL 33873

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

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

N/A

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