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Division of Corporations

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MERGER OR SHARE EXCHANGE

TELZUIT TECHNOLOGIES, LLC

Certificate of Status	0
Certified Copy	0
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ARTICLES OF MERGER

The following Articles of Merger are submitted in accordance with sections(s) 607.1109 and 608.4382, Florida Statutes.

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

<u>Name and Street Address</u>	<u>Jurisdiction</u>	<u>Entity Type</u>
Telzuit Technologies, Inc. 7044 Stupoint Court Winter Park, Florida 32792	Florida	Corporation

Florida Document/ registration Number: P00000034717 FEI Number: 59-3648178

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>
Telzuit Technologies, LLC 7044 Stupoint Court Winter Park, Florida 32792	Florida	Limited Liability Company

Florida Document/ registration Number: L03000024317 FEI Number: 20-0069532

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

FIFTH: The Plan of Merger was approved by each other business entity that is a party to the merger, other than domestic corporations, limited liability companies, and partnerships formed, organized, or incorporated under the laws of this state, in accordance with the applicable laws of the state, country, or jurisdiction under which such other business entity is formed, organized, or incorporated.

SIXTH: The merger shall become effective as July 8, 2003.

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

"surviving party"

TELZUIT TECHNOLOGIES, LLC
a Florida limited liability company

By: 
Richard Kramp, Member

"merging party"

TELZUIT TECHNOLOGIES, INC.
a Florida corporation

By: 
Richard Kramp, President

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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 sections 607.1107 and 608.4381, Florida Statutes, is being submitted in accordance with sections 607.1108 and 608.438, Florida Statutes.

FIRST: The exact name and jurisdiction of the merging party are as follows:

<u>Name</u>	<u>Jurisdiction</u>
Telzuit Technologies, Inc.	Florida

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

<u>Name</u>	<u>Jurisdiction</u>
Telzuit Technologies, LLC	Florida

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

Section 1. Effect and Effective Date

The effect of the merger provided for in this Agreement is as prescribed by law. The effective date of the merger provided for in this Agreement shall be July 8, 2003 ("Effective Date").

Section 2. Governing Law

The surviving party shall be governed by the laws of the State of Florida.

Section 3. Articles of Organization

The Articles of Organization of the surviving party shall be the Articles of Organization of the surviving party from and after the Effective Date, subject to the right of the surviving party to amend its Articles of Organization in accordance with the laws of the State of Florida.

Section 4. Operating Agreement

The Operating Agreement of the surviving party shall be the Operating Agreement of the surviving party as in effect on the date of this Agreement.

Section 5. Cancellation of Shares

The outstanding shares of the merging party shall be canceled.

Section 6. Manager

Until the election and qualification of his successor, the Manager of the surviving party shall be the Manager of the surviving party in office on the Effective Date.

Section 7. Effect of the Merger

On the Effective Date, the separate existence of the merging party shall cease (except insofar as continued by statute), and it shall be merged with and into the surviving party. All the property, real, personal, and mixed, of each of the parties, and all debts due to either of them, shall be transferred to and vested in the surviving party, without further act or deed. The surviving party shall thenceforth be responsible and liable for all the liabilities and obligations, including liabilities to holders of Dissenting Shares, of each of the parties, and any claim or judgment against any of the parties may be enforced against the surviving party.

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Section 8. General Provisions

At any time, and from time, after the Effective Date, each party will execute such additional instruments and take such action as may be reasonably requested by the other party to confirm or perfect title to any property transferred hereunder or otherwise to carry out the intent and purpose of this Agreement.

FOURTH:

The manner and basis of converting the shares of the merging party into membership units, obligations, or other securities of the surviving party or, in whole or in part, into cash or other property, and the manner and basis of converting rights to acquire shares or units of each party into rights to acquire units, obligations, and other securities of the surviving party or, in whole or in part, into cash or other property is as follows:

On the Effective Date, each share of common capital stock of the merging party outstanding on the Effective Date (hereinafter the "Common Shares") will be converted into and exchanged for one (1) Class "A" Unit of the Membership Interests of the surviving party. Also on the Effective Date each share of preferred stock of the merging party outstanding on the Effective Date (hereinafter the "Preferred Shares") will be converted into and exchanged for one (1) Class "B" Unit of the non-voting Membership Interests of the surviving party. All such Common Shares and Preferred Shares, when so converted, shall no longer be outstanding and shall automatically be canceled and retired. Each Membership Unit in the surviving party issued and outstanding at and as of the Effective Date will remain issued and outstanding.

FIFTH:

The name and address of the manager of the surviving party are as follows:

Richard Krampe
7044 Stapoint Court
Winter Park, Florida 32792

SIXTH:

The Plan of Merger was adopted by the Members of the surviving party Company on July 7, 2003.

SEVENTH:

The Plan of Merger was adopted by the shareholders of the merging party on July 7, 2003.

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