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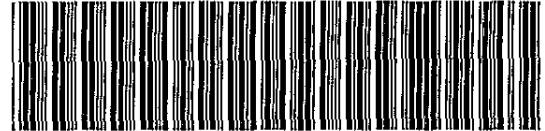
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REPLY TO:
P.O. BOX 4195
SARASOTA, FLORIDA 34230

November 3, 2003

Department of State
Division of Corporations
Corporate Division
P. O. Box 6327
Tallahassee, FL 32314

Re: Diversified Concepts, LLC, a Florida limited liability company and
Diversified Concepts, L.L.C., a Kansas limited liability company
ARTICLES OF MERGER

Gentlemen:

Enclosed please find Articles of Merger for Diversified Concepts, L.L.C., a Kansas limited liability company and Diversified Concepts, LLC, a Florida limited liability company. Also enclosed, please find my firm's check in the amount of \$50.00 for filing same.

If you have any questions please do not hesitate to contact this office.

Very truly yours,

ICARD MERRILL CULLIS TIMM
FUREN & GINSBURG, P.A.

By

J. GEOFFREY PFLUGNER

JGP/mab

Enclosures

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**ARTICLES OF MERGER
FOR
DIVERSIFIED CONCEPTS, L.L.C.,
A Kansas Limited Liability Company
AND
DIVERSIFIED CONCEPTS, LLC,
A Florida Limited Liability Company**

The following Articles of Merger are being submitted in accordance with Section 608.4382, 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.	DIVERSIFIED CONCEPTS, LLC 2033 Main Street, Suite 600 Sarasota, FL 34237	Florida	LLC

Florida Document/Registration Number: L03000037528 FEI Number: 20-0314427

2.	DIVERSIFIED CONCEPTS, L.L.C. 1628 Prestwick Drive Lawrence, Kansas 66047	Kansas	LLC
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Kansas Business Entity ID Number: 2266658 FEI Number: 48-1159878

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>
1.	DIVERSIFIED CONCEPTS, LLC 2033 Main Street, Suite 600 Sarasota, FL 34237	Florida	LLC

Florida Document/Registration Number: L03000037528 FEI Number: 48-1159878

THIRD: The attached Plan of Merger meets the requirements of section 608.438, Florida

Statutes, and was approved by the domestic 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 Kansas limited liability company that is a party to the merger in accordance with the laws of the State of Kansas.

FIFTH: If not organized 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 members of the domestic limited liability company that is a party to the merger.

SIXTH: The surviving entity agrees to pay the dissenting members of the Kansas limited liability company that is a party to the merger, the amount, if any, to which they are entitled under Section 608.4384, Florida Statutes.

SEVENTH: The surviving entity has obtained the written consent of each member that, as a result of the merger, is now a member of the surviving entity pursuant to Section 608.4381(2), Florida Statutes.

EIGHTH: 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.

NINTH: The merger shall become effective as of:

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

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

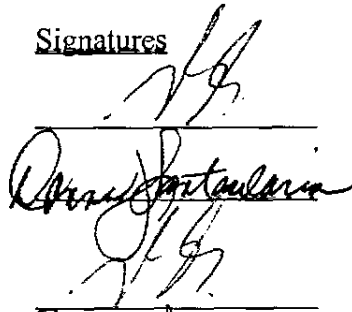
ELEVENTH: SIGNATURE(S) FOR EACH PARTY:

Name of Entity

Signatures

Name of Individual

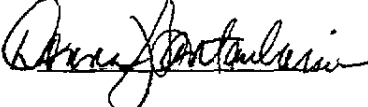
DIVERSIFIED
CONCEPTS, LLC



Joseph E. Santaularia

Donna J. Santaularia

DIVERSIFIED
CONCEPTS, L.L.C.



Joseph E. Santaularia

Donna J. Santaularia

PLAN OF MERGER

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

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

<u>Name</u>	<u>Jurisdiction</u>
DIVERSIFIED CONCEPTS, L.L.C.	Kansas
DIVERSIFIED CONCEPTS, LLC	Florida

SECOND: The exact name and jurisdiction of the surviving party is:

<u>Name</u>	<u>Jurisdiction</u>
DIVERSIFIED CONCEPTS, LLC	Florida

THIRD: Terms and Conditions:

Under the terms and conditions of the merger, the operating agreement of the Florida limited liability company shall be the operating agreement of the merged limited liability companies. Each of the two members shall continue to own their respective percentage ownership interest of the merged liability companies which is 80% for Joseph E. Santaularia and 20% for Donna J. Santaularia.

FOURTH: Mailing Address and Principal Office:

The mailing address and street address of the principal office of the Company shall be 2033 Main Street, Suite 600, Sarasota, Florida 34237

FIFTH: Manner and Basis:

The manner and basis of converting the interests, shares, obligations and/or other securities of each merged party into the interests, shares, obligations and/or other securities of the survivor, in whole or in part, shall be an equal interest of the Florida limited liability company in exchange for an equal interest in the Kansas limited liability company.

SIXTH: The surviving entity, DIVERSIFIED CONCEPTS, LLC is to be managed by:

Joseph E. Santaularia
1628 Prestwick Drive
Lawrence, Kansas 66047

SEVENTH: All statements required by the laws of Kansas:

The agreement of merger is on file at the place of business of the surviving limited liability company's address: 2033 Main Street, Suite 600, Sarasota, Florida 34237. A copy of the agreement of merger will be furnished by the surviving limited liability company on request and without cost to any member of the Kansas limited liability company which is to merge. The surviving entity agrees that it may be served with process in the State of Kansas in any action, suit or proceeding for the enforcement of any obligation of any domestic limited liability company which is to merge or consolidate, irrevocably appointing the secretary of state as its agent to accept service of process in any such action, suit or proceeding. The Kansas address is: 1628 Prestwick Drive, Lawrence, Kansas 66047.

EIGHTH: Exchange of Membership Certificates:

On and after the effective date of the merger, each member of the two merging limited liability companies shall be entitled, upon surrender of their pro rata percentage interest in the Kansas limited liability company, to receive an equal interest in the surviving limited liability company.

NINTH: Effect of Merger:

On the effective date of the merger, DIVERSIFIED CONCEPTS, L.L.C., a Kansas limited liability company, shall cease to exist separately and DIVERSIFIED CONCEPTS, L.L.C. shall be merged with and into DIVERSIFIED CONCEPTS, LLC, a Florida limited liability company. On the effective date, title to all real estate and other property, or any interest therein, owned by each limited liability company that is a party to the merger is vested in the surviving entity with out reversion or impairment. The surviving entity shall thereafter be responsible and liable for all the liabilities and obligations of each limited liability company that is a party to the merger. Any claim existing or action or proceeding pending by or against any limited liability company that is a party to the merger may be continued as if the merger did not occur or the surviving entity may be substituted in the proceeding for the limited liability company which ceased existence. Neither the rights of creditors nor any liens upon the property of any limited liability company shall be impaired by such merger. The articles of organization and the operating agreement of the surviving limited liability company in effect prior to the time of the merger becomes effective and shall be the articles of organization and the operating agreement of the surviving entity, except as amended or restated to the extent provided in the Plan of Merger. The interests, partnership interests, shares, obligations, or other securities, and the rights to acquire interests, partnership interests, shares, obligations, or other securities, of each limited liability company that is a party to the mergers shall be converted into interests, partnership interests, shares, obligations, or other securities, or rights to such securities, of the surviving entity.

TENTH: Further Instruments:

From time to time, as and when requested by the surviving limited liability company or by its successors or assigns, DIVERSIFIED CONCEPTS, L.L.C. will execute and deliver, or cause to be executed and delivered, all such deeds and other instruments; and will take or cause to be taken such further or other actions as the surviving limited liability company may deem necessary or desirable in order to vest in and confirm to the surviving limited liability company title and possession of all its property, rights, privileges, powers, and franchises, and otherwise to carry out the intent and purpose of this agreement.

ELEVENTH: Abandonment of Merger:

This agreement may be terminated and the merger provided for hereby abandoned by votes of the members of one of the limited liability companies at any time prior to the effective date of the merger. In the event of any such termination and abandonment, this agreement shall be void and have no effect, and there shall be no liability on the part of either of the constituent limited liability companies or its members.

TWELFTH: Right of Amendment

The surviving limited liability company hereby reserves the right to amend, alter, change, or repeal any provisions contained in its Articles of Organization, as from time to time amended, and any provision contained in this agreement, in the manner now or hereafter prescribed by law or in the Articles of Organization, Operating Agreement or pursuant to Chapter 608 Laws of Florida, as from time to time amended; and all rights and powers of whatsoever nature conferred in such Articles of Organization, as from time to time amended, or herein, upon any member or other person subject to this reservation.

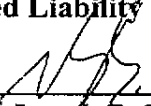
In witness whereof DIVERSIFIED CONCEPTS, LLC and DIVERSIFIED CONCEPTS, L.L.C. have caused this agreement to be signed by its members under the seal of the limited liability companies to be merged.

RESOLVED, that the Plan of Merger set out above is hereby unanimously approved by the members of DIVERSIFIED CONCEPTS, LLC and DIVERSIFIED CONCEPTS, L.L.C.

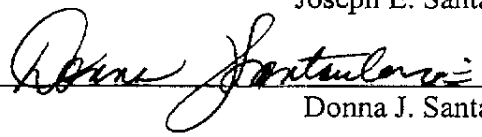
FURTHER RESOLVED, that the surviving limited liability company shall be named DIVERSIFIED CONCEPTS, LLC.

(SIGNATURE PAGE FOLLOWS)

**MEMBERS - DIVERSIFIED CONCEPTS, LLC,
A Florida Limited Liability Company**

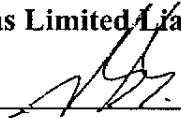


Joseph E. Santaularia




Donna J. Santaularia

**MEMBERS - DIVERSIFIED CONCEPTS, L.L.C.,
A Kansas Limited Liability Company**



Joseph E. Santaularia



Donna J. Santaularia

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