

L04-000033062

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

From: Account Name : RUDEN, MCCLOSKEY, SMITH, SCHUSTER & RUSSELL, P.
Account Number : 076077000521
Phone : (954) 527-2428
Fax Number : (954) 764-4996

EFFECTIVE DATE

5/04

DIVISION OF CORPORATION

04 APR 30 PM 4:17

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MERGER OR SHARE EXCHANGE

Jumpin' Banana, LLC

Certificate of Status	0
Certified Copy	1
Page Count	03
Estimated Charge	\$96.25

Per my phone conversation with Brenda, this filing should be made after filing
H04000092072

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Thanks.

Confirmation Report - Memory Send

Date & Time: Apr-28-2004 11:38am
Tel line : 9547644996
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Job number : 007
Date & Time : Apr-28 11:30am
To : 0488M44569#0001#12502950383#
Number of pages : 003
Start time : Apr-28 11:37am
End time : Apr-28 11:38am
Pages sent : 003
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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Page 1 of 1

Florida Department of State
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To: Division of Corporations
Fax Number : (850) 205-0328
From: Account Name : RUDEN, MCCLOSKEY, SMITH, SCHUSTER & RUSSELL, P.A.
Account Number : 076077000#21
Phone : (254) 527-2428
Fax Number : (254) 754-4996

LIMITED LIABILITY COMPANY

Jumpin' Banana, LLC

Certificate of Status	0
Certified Copy	1
Page Count	02
Estimated Charges	\$156.00

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**ARTICLES OF MERGER
OF
ITWORKS INTERNATIONAL GIFT & NOVELTY, INC.
INTO
JUMPIN' BANANA LLC**

EFFECTIVE DATE

The following Articles of Merger are being submitted in accordance with Sections 607.1108 and 608.4382, Florida Statutes.

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

1. Itworks International Gift & Novelty, Inc., a Florida corporation
2825 N.W. 28th Street, Boca Raton, Florida 33434-6027
Florida Document Number: P03000004475
2. Jumpin' Banana LLC, a Florida limited liability company
3150 W. Prospect Road, Suite 350, Ft. Lauderdale, Florida 33309
Florida Document Number: *L0400003062*

CLERK OF CIRCUIT COURT
TALLAHASSEE, FLORIDA

APR 28 AM 8:38

FILED

SECOND: Jumpin' Banana LLC, a Florida limited liability company located at 2825 N.W. 28th Street, Boca Raton, Florida 33434-6027 shall be the surviving entity (the "Surviving Company").

THIRD: The attached Plan of Merger meets the requirements of Sections 607.1108 and 608.438 Florida Statutes, and was approved by each domestic corporation and domestic limited liability company that is a party to the merger in accordance with Chapters 607 and 608, Florida Statutes.

FOURTH: The merger is permitted under the respective laws of all applicable jurisdictions and is not prohibited by the articles of organization, operating agreement, articles of incorporation, or bylaws of either party to the merger.

FIFTH: The merger shall become effective on May 1, 2004.

SIXTH: The Articles of Merger comply and were executed in accordance with the laws of the State of Florida.

IN WITNESS WHEREOF, the undersigned have executed these Articles of Merger as of the 30 day of April, 2004.

ITWORKS INTERNATIONAL GIFT & NOVELTY, INC.

By: [Signature]
Kevin W. Bean, President

JUMPIN' BANANA LLC

By: [Signature]
Kevin W. Bean, Authorized Representative

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TALLAHASSEE, FLORIDA

PLAN OF MERGER

The following is the Plan of Merger, which was adopted and approved by each party to the merger in accordance with Sections 607.1108 and 608.438, Florida Statutes.

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

1. Itworks International Gift & Novelty, a Florida corporation (the "Terminating Corporation").
2. Jumpin' Banana LLC, a Florida limited liability company.

SECOND: Jumpin' Banana LLC, a Florida limited liability company shall be the surviving entity (the "Surviving Company").

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

The Operating Agreement of the Surviving Company, when the merger becomes effective, shall be the Operating Agreement of the Surviving Company.

FOURTH: The manner and basis of converting the securities of each merged party into securities of the Surviving Corporation, in whole or in part, into cash or other property are as follows:

1. At the effective time of the merger, each member interest of the Surviving Company as of the effective time shall thereafter constitute all of the member interests of the Surviving Company.

2. All shares of the capital stock of the Terminating Corporation issued and outstanding as of the effective time of the merger shall be cancelled and retired and shall cease to exist.

FIFTH: The name and address of the manager of the Surviving Company is Kevin W. Bean, 3150 W. Prospect Road, Suite 350, Ft. Lauderdale, Florida 33309.

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ALLAHASSEE COUNTY
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