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(Requestor's Name)

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(City/State/Zip/Phone #)

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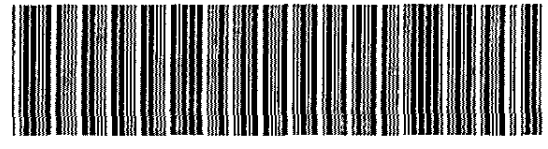
(Business Entity Name)

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PETER B. TIERNAN
Attorney-at-Law, P.A.

P.O. Box 4413
Margate, Florida 33093

Telephone
(954)975-7152

December 10, 2004

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

RE: SUPERMARKET SERVICES, INC MERGER INTO
SUPERMARKET SERVICES, LLC

Gentlemen or Ladies:

Enclosed please find:

1. The original and one copy of the Articles of Merger for the above described matter; and
2. My check for \$90.00 to pay the filing fees and the cost of one certified copy of the Articles of Merger.

Please see that these Articles of Merger are filed and that the certified copy of same is forwarded to this office at your earliest convenience.

Sincerely yours,


PETER B. TIERNAN, ESQ.

PBT/bt
Encl.

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TALLAHASSEE, FLORIDA

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. SUPERMARKET SERVICES, INC. 4100 SW 47th Avenue Davie, Florida 33314	Florida	Corporation
Florida Document/Registration Number: 336267		FEI Number:59-1225361
2. SUPERMARKET SERVICES, LLC 4100 SW 47th Avenue Davie, Florida 33314	Florida	Limited Liability Company
Florida Document/Registration Number	LO4000060205	FEI Number:

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

<u>Name and Street Address</u>	<u>Jurisdiction</u>	<u>Entity Type</u>
1. SUPERMARKET SERVICES, LLC 4100 SW 47th Avenue Davie, Florida 33314	Florida	Limited Liability Company
Florida Document/Registration Number	LO4000060205	FEI Number:

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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: 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

EFFECTIVE DATE
01/01/05

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 this 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 this merger the amount, if any, to which they are entitled under sections(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.


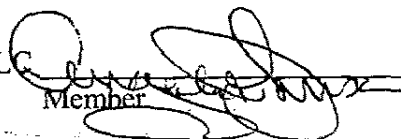
EIGHTH: The merger is permitted under the respective laws of all applicable jurisdictions and is not prohibited by the agreement of any partnership or limited partnership or the regulations or articles of organization of any limited liability company that is a party to the merger.

NINTH: The merger shall become effective as of:

January 1, 2005

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

<u>Name of Entity</u>	<u>Signature(s)</u>	<u>Typed or Printed Name of Individual</u>
SUPERMARKET SERVICES, INC.	 Vice President	MARIA JOHNSON-TORRES
SUPERMARKET SERVICES, LLC	 Member	ANGELA JOHNSON

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**PLAN OF MERGER
BETWEEN SUPERMARKET SERVICE LLC
AND SUPERMARKET SERVICES, INC.**

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>
SUPERMARKET SERVICES, INC	Florida
SUPERMARKET SERVICES, LLC	Florida

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

<u>Name</u>	<u>Jurisdiction</u>
SUPERMARKET SERVICES, LLC	Florida

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

Supermarket Services, Inc. shall be merged into Supermarket Services, LLC effective as of January 1, 2005. As of January 1, 2005, Supermarket Services, Inc, shall cease to exist. All assets and liabilities of Supermarket Services, Inc. as of January 1, 2004 shall automatically become the assets of Supermarket Services, LLC without the necessity of any conveyance of said assets or assumption of said liabilities.

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:

Each shareholder of Supermarket Services, Inc. shall surrender his or her certificate or certificates to Supermarket Services, LLC during the period beginning December 15, 2004 and

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ending on December 31, 2004. As of January 1, 2005 the holders of Supermarket Services, Inc. shall automatically become the owners of interests in Supermarket Services, LLC in proportion to the number of shares surrendered by him or her during the period beginning December 15, 2004 and December 31, 2004.

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:

There are no rights to acquire any interests, shares, obligations or other securities of Supermarket Services, Inc. and therefore this paragraph does not apply.

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:

If General Partner is a Non-Individual,

Name(s) and Address(es) of General Partner(s) Florida Document/Registration Number

N/A

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:

ANGELA JOHNSON 10724 SW 17th Place Davie, Florida 33324	MARIA JOHNSON-TORRES 1758 SW 108th Way Davie, Florida 33324	DAVID A. JOHNSON JR. 1774 SW 109th Ter Davie, Florida 33324
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SEVENTH: All statements that are required by the laws of the jurisdictions(s) under which each Non-Florida business entity is a party to the merger is formed, organized, or incorporated are as follows:

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

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