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TRANSMITTAL LETTER

To: Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, FI 32314

SUBJECT: A MILESTONE, LLC (FL. DOCUMENT NO. L04000087340)
A MILESTONE, LLC (FL. DOCUMENT NO. L04000088062)

Enclosed is one original of the Articles of Merger for A Milestone, LLC into A Milestone, LLC, and a check for \$50.00 representing the fee for filing. Please contact me if you have any questions.

From: Deborah Rose Tracy, Esq. Tompkins & Tracy, P.A. Post Office Box 101 Valrico, Fl 33595-0101 (813) 684-6171 Dated: February 14, 2005

ARTICLES OF MERGER OF

A MILESTONE, LLC (FL. DOCUMENT NO. L04000087340 FILED 12/3/04)

INTO

A MILESTONE, LLC (FL. DOCUMENT NO. L04000088062 FILED 11/29/04)

The following articles of merger are being submitted in accordance with section(s) 608.4382 of the Florida Statutes.

ARTICLE I

The merging entity is a Florida limited liability company identified as follows:

A Milestone, LLC

Fl. Document Number: L04000087340

FEI: None

113 S. Montclair Ave.

Brandon, Fl 33511

The surviving entity is a Florida limited liability company identified as follows:

A Milestone, LLC

Fl. Document Number: L04000088062

FEI: 20-1989308 113 S. Montclair Ave. Brandon, Fl 33511

ARTICLE II

- 1. The attached Plan of Merger meets the requirements of sections 608.438 of the Florida Statutes, and was approved by limited liability companies that are a party to the merger in accordance with Chapters 608 of the Florida Statutes.
- 2. 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.
- 3. The merger is permitted under the laws of the State of Florida and is not prohibited by the operating agreement or articles of organization of any limited liability company which is a party to the merger.
- 4. The Articles of Merger comply and were executed in accordance with the laws of the state of Florida, applicable to each party to the merger.

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ARTICLE III

The merger shall become effective as of the date these Articles of Merger are filed with Florida Department of State.

A Milestone, LLC

(Fl. Doc. No. L04000087340)

Ashwini K Bahl, its manager

A Milestone, LLC

(Fl. Doc. No. L04000088062)

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Ashwini K Bahl, its manager

AGREEMENT AND PLAN OF MERGER OF

A MILESTONE, LLC (FL. DOCUMENT NO. L04000087340 FILED 12/3/04)

INTO

A MILESTONE, LLC (FL. DOCUMENT NO. L04000088062 FILED 11/29/04)

This Agreement made this 8th day of February, 2005, by and between A Milestone, LLC, a Florida limited liability company, further identified by Fl. Document No. L04000087340 filed 12/3/04, ("Merging Milestone") and A Milestone, LLC, a Florida limited liability company, further identified by Fl. Document No L04000088062 ("Surviving Milestone").

Recitals

- 1. Merging Milestone is a limited liability company duly organized under the laws of the state of Florida.
- 2. Surviving Milestone is a limited liability company duly organized under the laws of the state of Florida.
- 3. On or about November 26, 2004, Articles of Organization for Surviving Milestone were sent by overnight courier to the Secretary of State; however after inquiries of the public records and communications with the Secretary's office indicated that such documents had not been received for filing, the members of Surviving Milestone electronically filed Articles of Organization to replace the mailed documents and the mailed documents were subsequently also acknowledged and filed.
- 4. Whereas all of the members of both the Surviving Milestone and the Merging Milestone have deemed it in the best interest of the respective companies to consolidate the filings and merge.

NOW THEREFORE, in consideration of the mutual covenants contained herein, the Merging Milestone and Surviving Milestone hereby that the Merging Milestone is hereby merged into the Surviving Milestone, upon the following terms and conditions:

a. The merging entity is a Florida limited liability company identified as follows:

A Milestone, LLC

Fl. Document Number: L04000087340

FEI: None

113 S. Montclair Ave. Brandon, Fl 33511

b. The surviving entity is a Florida limited liability company identified as follows:

A Milestone, LLC

Fl. Document Number: L04000088062

FEI: 20-1989308 113 S. Montclair Ave. Brandon, FI 33511

c. Upon merger, the members and managers of the Surviving Entity as of the date of the merger shall continue as the members and managers of the Surviving Entity and are as follows:

A.K. Bahl Member and Manager 113 S. Montclair Ave. Brandon, Fl 33511

Sheldon Razin Member and Manager 1695 Viking Road Laguna Beach, CA 92651

- d. The Articles of Organization and Operating Agreement of the Surviving Milestone, as of the effective date of the merger, shall be the Articles of Organization and Operating Agreement of the Merging Milestone.
- e. Each share/interest of a member of Merging Milestone shall become a single share/interest of the Surviving Milestone.
- f. The effective date of the merger shall be upon filing with the Florida Secretary of State.

EXECUTED THE FIRST ABOVE-STATED DATE.

A Milestone, LLC

By.

(Fl. Doc. No. L04000087340)

Ashwini K. Bahl, its manager

Sheldon Razin, its manager

• • •
A Milestone, LLC
(Fl. Doc. No. L04000088062)
ву:
Ashwini K/Bahl, its manager
By: Sheldon Razin, its manager

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