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Berman & Norton Brennan

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Division of Corporations

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Fax Number : (850) 205-0380

From:

Account Name : BERMAN & ASSOCIATES, P.A.
Account Number : 720010000185
Phone : (813) 301-0043
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DIVISION OF CORPORATIONS

MERGER OR SHARE EXCHANGE

Berman PLC

Certificate of Status	0
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STATE OF FLORIDA
TALLAHASSEE

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EFFECTIVE DATE
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ARTICLES OF MERGER

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

1. The name, street address of principal office, jurisdiction and entity type for the merging party are as follows:

Berman & Norton Berman, A Professional Association,
401 S. Florida Avenue, Suite 300
Tampa, FL 33602
Jurisdiction: Florida
Entity type: Corporation
Document number P0200010397
FEI Number 37-1417197

2. The exact name, street address jurisdiction and entity type of the resulting and surviving party are as follows:

Berman PLC
401 S. Florida Ave., Suite 300
Tampa, FL 33602
Jurisdiction: Florida
Entity type: Professional Limited Liability Company
Florida document number L05000075750
FEI Number: to be 37-1417197.

3. 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 professional limited liability company that is a party to the merger in accordance with Chapters 607 and 608, Florida Statutes.
4. The merger shall become effective as of the date the Articles of Merger are filed with the Florida Department of State.
5. The Articles of Merger comply, and were executed in accordance, with the laws of the State of Florida.

Berman & Norton Berman,
A Professional Association

Berman PLC

By: Steven M. Berman

Steven M. Berman, President

By: Steven M. Berman

Steven M. Berman,
sole Managing Member

EFFECTIVE DATE

08/02/05

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PLAN OF MERGER

1. Name of corporation planning to merge: Berman & Norton Berman, A Professional Association. Name of resulting professional limited liability company: Berman PLC, to be designated as the surviving entity.
2. All of the equity interest in Berman & Norton Berman, A Professional Association, shall be converted on into equity interests of Berman PLC on a one share to one membership unit basis.
3. Berman PLC is the resulting/surviving entity and management thereof is vested in the following managing member: Steven M. Berman, 401 S. Florida Ave., Suite 300, Tampa, FL 33602.
4. The effective day of the merger shall be August 2, 2005.
5. This Plan of Merger was proposed and approved by the Director and sole shareholder of Berman & Norton Berman, A Professional Association, pursuant to Florida Statute 607.1101, and the sole managing member and member of Berman PLC pursuant to 608.438 et seq.

Berman & Norton Berman,
A Professional Association

By: Steven M. Berman

Steven M. Berman
As sole shareholder and Director

Berman PLC

By: Steven M. Berman

Steven M. Berman
As sole Managing Member and
sole Member

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