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Florida Department of State
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DIVISION OF CORPORATIONS

MERGER OR SHARE EXCHANGE
INTERNATIONAL EQUINE ASSOCIATES, LLC

Certificate of Status	0
Certified Copy	1
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FLORIDA STATE
TALLAHASSEE, FLORIDA

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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.

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>
<u>1. International Equine Associates, Inc.</u> <u>1329 Cedar Terrace</u> <u>Boca Raton, FL 33486</u>	<u>Florida</u>	<u>Corporation</u>

Florida Document/Registration Number: P04000143731FEI Number: 201778647

<u>Name and Street Address</u>	<u>Jurisdiction</u>	<u>Entity Type</u>
<u>2. International Equine Associates, LLC</u> <u>1329 Cedar Terrace</u> <u>Boca Raton, FL 33486</u>	<u>Florida</u>	<u>Limited Liability Company</u>

Florida Document/Registration Number: L05000076984

FEI Number: None

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>
<u>International Equine Associate, LLC</u> <u>1329 Cedar Terrace</u> <u>Boca Raton, FL 33486</u>	<u>Florida</u>	<u>Limited Liability Company</u>

Florida Document/Registration Number: L05000076984

FEI Number: None

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 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 laws of the State of Florida and is not prohibited by the regulations or articles of organization of any limited liability company that is a party to the merger.

FIFTH: The merger shall become effective as of the date these Articles of Merger are filed with Florida Department of State and for accounting presentation purposes, shall be treated as if the merger occurred on August 4th, 2005

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

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SEVENTH: SIGNATURE(S) FOR EACH PARTY.


(Note: Please see Instructions for required signatures.)

Name of Entity

Signature

Typed or Printed Name of Individual

International Equine
Associates, Inc



Teresa J. Moore, President

Name of Entity

Signature

Typed or Printed Name of Individual

International Equine
Associates LLC



Teresa J. Moore, Managing Member

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SEC. OF STATE
TALLAHASSEE, FLORIDA

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PLAN OF MERGER

The following plan of merger, which was adopted and approved by each party to the merger in accordance with Sections 607.1107 and 608.4381, is being submitted in accordance with Sections 607.1108 and 608.438, Florida Statutes.

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

<u>Name</u>	<u>Jurisdiction</u>
INTERNATIONAL EQUINE ASSOCIATES, INC.	Florida
INTERNATIONAL EQUINE ASSOCIATES, LLC	Florida

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

<u>Name</u>	<u>Jurisdiction</u>
INTERNATIONAL EQUINE ASSOCIATES, LLC	Florida

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

International Equine Associates, Inc., a Florida corporation, and International Equine Associates, LLC, a Florida limited liability company, shall, pursuant to the provisions of the Florida Statutes, be merged with and into a single party, to wit, International Equine Associates, LLC, a Florida limited liability company, which shall be the surviving party at the effective time and date of the merger and which is sometimes hereinafter referred to as the "surviving party", and which shall continue to exist as said surviving party under its present name pursuant to the provisions of the Florida Statutes. The separate existence of International Equine Associates, Inc., a Florida corporation, which is sometimes hereinafter referred to as the "non-surviving party," shall cease at the effective time and date of the merger in accordance with the laws of the State of Florida.

FOURTH:

A. Each share of the non-surviving party outstanding immediately prior to the effective date of the merger shall, at the effective date of the merger, be converted on a pro rata basis, into interests of the surviving party in the same proportions and on the same terms and conditions and each said share of the non-surviving party at the effective date of the merger shall be cancelled.

B. Immediately prior to the effective date of the merger, no rights exist to acquire shares in the non surviving party; therefore, the manner and basis of converting said rights at the effective date of the merger is not applicable.

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FIFTH: If a limited liability company is the surviving entity the name and address of the managing members are as follows:

Teresa J. Moore

1329 Cedar Terrace
Boca Raton, FL 33486

Michael T. Moore

1329 Cedar Terrace
Boca Raton, FL 33486

SIXTH: The merger shall become effective as of the date these Articles of Merger are filed with Florida Department of State and for accounting presentation purposes, shall be treated as if the merger occurred on August 4th, 2005.

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