

L05496

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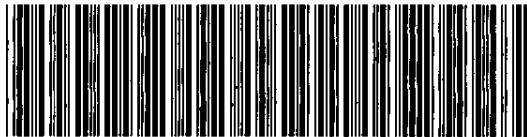
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FILED
09 JAN 30 PM 12:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Merger

w/Name

Change

2/3/09

DK

O'CONNOR & ASSOCIATES

Attorneys at Law

PATRICK M. O'CONNOR*
DEBORAH ANN A'HEARN**

1250 S. Belcher Road, Suite 160
Largo, Florida 33771

* LL.M. - Taxation
**Also admitted in New York and
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RONALD E. SMITH†

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† Registered Patent Attorney

E-mail: potaxlaw@aol.com

January 27, 2009
File No.: 4102-0300

Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

RE: Articles of Merger for Princeco West Inc., into Scott's Services, Inc.

To Whom It May Concern:

Enclosed please find the signed original and one signed copy of the Articles of Merger, a copy of the Plan of Merger and a copy of your letter dated January 22, 2009 with regard to the above referenced Corporation's. You retained our check for \$70.00 which represented the filing fees. Please mail me the copy of the Articles of Merger with the appropriate stamped information in the enclosed self addressed stamped envelope.

If you have any questions, please do not hesitate to call us.

Very truly yours,

O'CONNOR & ASSOCIATES

Patrick M. O'Connor

PMO/psb
Enclosures

RECEIVED
2009 JAN 30 AM 8:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE
Division of Corporations

January 22, 2009

PATRICK M. O'CONNOR
O'CONNOR & ASSOCIATES
1250 S. BELCHER ROAD, SUITE 160
LARGO, FL 33771

SUBJECT: SCOTT'S SERVICES, INC.
Ref. Number: L05496

We have received your document for SCOTT'S SERVICES, INC.. However, the document has not been filed and is being returned for the following:

The articles of merger must contain the provisions of the plan of merger or the plan of merger must be attached.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6906.

Darlene Connell
Regulatory Specialist II

Letter Number: 509A00002295

O'CONNOR & ASSOCIATES

Attorneys at Law

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OF COUNSEL
RONALD E. SMITH†

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† Registered Patent Attorney

E-mail: potaxlaw@aol.com

December 31, 2008
File No.: 4102-0300

Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

RE: Articles of Merger for Princeco West Inc., into Scott's Services, Inc.

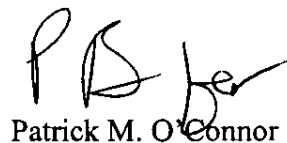
To Whom It May Concern:

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If you have any questions, please do not hesitate to call us.

Very truly yours,

O'CONNOR & ASSOCIATES



Patrick M. O'Connor

PMO/psb
Enclosures

**ARTICLES OF MERGER OF
PRINCECO WEST, INC. INTO SCOTT'S SERVICES, INC.**

FILED
09 JAN 30 PM 12:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Chapter 607 and Section 607.1101 and 607.1105, Florida Statutes, the above referenced Corporation hereby files these Articles of Merger and states:

Article I

The Plan of Merger (the "Plan") is attached hereto as Exhibit "A" and is incorporated herein by reference.

Article II

The names of the corporation subject to this merger are SCOTT'S SERVICES, INC., (the "Surviving Corporation") and PRINCECO WEST, INC. (the "Merging Corporation").

Article III

The effective date of the merger shall be January 1, 2009.

S.V. m V
Dec 31, 2008 *[Signature]*

Article IV

Shareholder and Director approval was required and obtained by both the Surviving Corporation and the Merging Corporation. The merger was unanimously approved by the Directors and Shareholders of each Corporation.

Article V

The date that the merger was adopted by the Shareholders and Directors of the Surviving Corporation was DECEMBER 29, 2008. The date of the merger was adopted by the Shareholders and Directors of the Merging Corporation was DECEMBER 29, 2008.

In witness whereof the parties hereto set their seal as of the date below written.

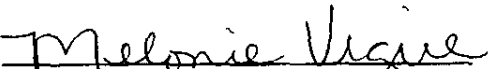
SCOTT'S SERVICES, INC.

Dated: DECEMBER 29, 2008

By:


SCOTT D. VIGUE as President

Attest:


MELONIE C. VIGUE as Secretary

PRINCECO WEST, INC.

Dated: DECEMBER 29, 2008

By:


SCOTT D. VIGUE as President

Attest:


SCOTT D. VIGUE as Secretary

**PLAN OF MERGER BETWEEN PRINCECO WEST, INC.
(THE "MERGING CORPORATION") AND SCOTT'S SERVICES, INC.
(THE "SURVIVING CORPORATION")**

Pursuant to the provisions of Sections 607.1101 through 607.1105 Florida Statutes, the above referenced Corporations by and through their Shareholders and Directors do unanimously adopt, ratify and confirm this Plan of Merger (the "Plan") between the two Corporations and states:

Article I

The names of the Corporations subject to this merger are PRINCECO WEST, INC., and SCOTT'S SERVICES, INC.

Article II

PRINCECO WEST, INC., shall be the "Merging Corporation" and SCOTT'S SERVICES, INC., shall be the "Surviving Corporation".

Article III

The merger shall have an effective date of ^{Dec 31, 2008} ~~January 1, 2009~~. All of the stock of PRINCECO WEST, INC., shall be tendered to the Surviving Corporation and one (1) share of stock in the Surviving Corporation shall be issued to the previous Shareholders of the Merging Corporation in such amounts as agreed to by the parties.

Article IV

The name of the Surviving Corporation shall be SCOTT'S SERVICE, INC., and therefore the Articles of Incorporation of the Surviving Corporation shall be amended to reflect this name change.

Article V

The address of the principal place of business of the Surviving Corporation shall remain at 5808 NORTH 56TH STREET, SUITE A, TAMPA, FLORIDA 33610. The registered agent shall be SCOTT D. VIGUE, 915 CENTERBROOK DRIVE, BRANDON, FLORIDA 33511.

The above Plan of Merger has been unanimously adopted by the Shareholders and Directors of both the Surviving Corporation and the Merging Corporation on December 29, 2008.

Dated: DECEMBER 29, 2008

SCOTT'S SERVICES, INC.
By: [Signature]
SCOTT D. VIGUE as President

Attest: [Signature]
MELONIE C. VIGUE as Secretary

Dated: DECEMBER 29, 2008

PRNCECO WEST, INC.
By: [Signature]
SCOTT D. VIGUE as President

Attest: [Signature]
SCOTT D. VIGUE as Secretary