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(Requestor's Name)

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(City/State/Zip/Phone #)

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(Business Entity Name)

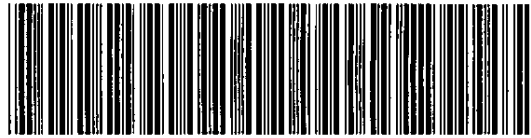
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AUG 13 2009

EXAMINER

**GRUNDER & PETTEWAY, P.A.**

*Attorneys at Law*

*Real Estate • Probate • Estate Planning • Corporate/Small Business*

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**Gary D. Grunder**

**Kyle E. Petteway**

August 10, 2009

Division of Corporations  
PO Box 6327  
Tallahassee, FL 32314

Re: Articles of Merger

To Whom It May Concern:

Please find enclosed the Articles of Merger for Bill Stanley Insurance, Inc. along with check no. 16508 in the amount of \$95.00 for the merger costs. I have also enclosed an extra copy of the Articles of Merger. Please stamp the copy and return it to me.

Let me know of any questions or concerns.

Sincerely,

  
Summer L. Minshew

Enclosure as noted

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## 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. Bill Stanley Insurance, Inc. 630 NE Santa Fe Blvd. High Springs, FL 32643	Florida	Corporation

Florida Document/Registration Number: L85706      FEI Number: 59-3041827

2. W L Stanley Agency, Inc. 630 NE Santa Fe Blvd. High Springs, FL 32643	Florida	Corporation
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Florida Document/Registration Number: 421818      FEI Number: 59-1469112

**SECOND:** The exact name, street address of 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>
1. Three Rivers Insurance of Alachua, LLC 630 NE Santa Fe Blvd. High Springs, FL 32643	Florida	Corporation

Florida Document/Registration Number: L06000038749      FEI Number: 20-4716577

**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 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 the merger.

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**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 and/or limited liability company that is a party to the merger the amount, if any, to which they are entitled under section(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.

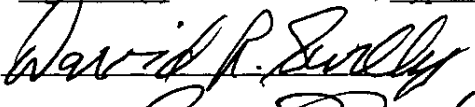

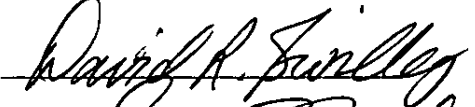

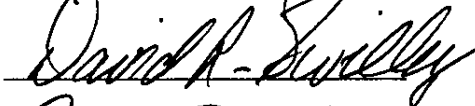

**EIGHTH:** The merger is permitted under the respective laws of all applicable jurisdictions and is not prohibited by the agreement of any partnership or limited partnership or the regulations or articles of organization of any limited liability company that is a part to the merger.

**NINTH:** The merger shall become effective as of:

The date the Articles of Merger are filed with Florida Department of State

**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>
W L Stanley Agency, Inc.		David R. Swilley President
	Attest: 	Steven R. Jenkins Secretary
Bill Stanley Insurance, Inc.		David R. Swilley President
	Attest: 	Steven R. Jenkins Secretary
Three Rivers Insurance of Alachua, LLC		David R. Swilley Managing Member
		Steven R. Jenkins Managing Member

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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 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>
W L Stanley Agency, Inc.	Florida
Bill Stanley Insurance, Inc.	Florida

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

<u>Name</u>	<u>Jurisdiction</u>
Three Rivers Insurance of Alachua, LLC	Florida

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

Bill Stanley Insurance, Inc. and W L Stanley Agency, Inc. shall merge into Three Rivers Insurance of Alachua, LLC. Three Rivers Insurance of Alachua, LLC shall be the sole surviving entity.

### 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 or member of the merging entities shall receive a proportionate share of the surviving entity.

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:

Members of the surviving entity shall receive membership interests in proportion to the stock/membership interests held by the merging entities. There are no rights to acquire additional interests.

**FIFTH:** A limited liability company is the surviving entity. The name(s) and address(es) of the manager(s) managing members are as follows:

David R. Swilley  
Steven R. Jenkins

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This Plan of Merger is approved by:

Bill Stanley Insurance, Inc.

By: David R. Swilley  
David R. Swilley, President

Attest: Steven R. Jenkins  
Steven R. Jenkins, Secretary

Sole Shareholders of Bill Stanley Insurance, Inc.:

David R. Swilley  
David R. Swilley

Steven R. Jenkins  
Steven R. Jenkins

W L Stanley Agency, Inc.

By: David R. Swilley  
David R. Swilley, President

Attest: Steven R. Jenkins  
Steven R. Jenkins, Secretary

Sole Shareholders of W L Stanley Agency, Inc.:

David R. Swilley  
David R. Swilley

Steven R. Jenkins  
Steven R. Jenkins

Three Rivers Insurance of Alachua, LLC

By: David R. Swilley  
David R. Swilley, Managing Member

By: Steven R. Jenkins  
Steven R. Jenkins, Managing Member

Sole Membership Interests of Three Rivers Insurance of Alachua, LLC

David R. Swilley  
David R. Swilley

Steven R. Jenkins  
Steven R. Jenkins

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