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May 22, 2006

Secretary of State Division of Corporations P. O. Box 6327 Tallahassee, FL 32301

Re:

Articles of Merger and Plan of Merger between

S&S of Brevard Two, Inc. and

S&S of Brevard, LLC

Dear Sir/Madam:

Enclosed please find an original and one copy of Articles of Merger and Plan of Merger for the above-captioned Corporation and Limited Liability Company, together with check in the sum of \$ 70.00 to cover your filing fees.

Please stamp the copy of the Articles of Merger with the date received in your office and return to the undersigned.

Thank you for your assistance in this matter.

Very truly yours,

Harry A. Jones

HAJ/

## **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:

<u>FIRST</u>: The exact name, street address of its principal office, jurisdiction, and entity type for each merging party is as follows:

Name and Street Address Jurisdiction Entity Type

S&S of Brevard Two, Inc. Florida Corporation - PDY-6/018

S&S of Brevard Two, L.L.C. Florida Limited Liability Company 1953

**SECOND**: The exact name, street address of its principal office, jurisdiction and entity type surviving party is as follows:

Name and Street Address

Jurisdiction

Entity Type

S&S of Brevard Two, L.L.C.

Florida

Limited Liability Company And Company

THIRD: The attached Plan of Merger meets the requirements of Section(s) 607,5108,608.438, 617.1103, and/or 620.201, Florida Statutes, and were 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.

**<u>FOURTH</u>**: The attached Plan of Merger was approved by the other business entity that is party to the merger in accordance with the respective laws of all applicable jurisdictions.

**<u>FIFTH</u>**: 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.

<u>SIXTH</u>: 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 of the organization or articles of organization of any limited liability company that is a party to the merger.

**SEVENTH**: The merger shall become effective as of the date filed with the Department of State.

**EIGHTH**: The Articles of Merger comply and were executed in accordance with the laws of each party's applicable jurisdiction.

Executed effective the  $\frac{22}{4}$  day of  $\frac{44}{4}$ , 2

S&S of Brevard Two, Inc.

Savita Thareja, Presiden

S&S of Brevard Two, L.L.C.

Savita Thareia Manao

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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 620.202, Florida Statutes.

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

Name Jurisdiction

S&S of Brevard Two, Inc. Florida

S&S of Brevard Two, L.L.C. Florida

**SECOND**: The exact name and jurisdiction of the surviving party are as follows:  $\stackrel{\triangleright}{\Rightarrow}$ 

Name Jurisdiction

S&S of Brevard Two, L.L.C. Florida

<u>THIRD</u>: The terms and conditions and manner and basis of converting the interests, shares, obligations or other securities of the merged party into the interests, shares, obligations or other securities of the survivor, in whole or in part, are as follows:

S&S of Brevard Two, Inc., shall be merged into S&S of Brevard Two, L.L.C., for the transfer to S&S of Brevard Two, L.L.C., of all the assets and liabilities S&S of Brevard Two, Inc., in complete cancellation of all the capital stock of S&S of Brevard Two, Inc.

**FOURTH**: If a limited liability company is the surviving entity and it is to be managed by one or more managers, the name(s) and address(es) of the manager(s) are as follows:

Savita Thareja 675 South Babcock Street Melbourne, Fl 32901