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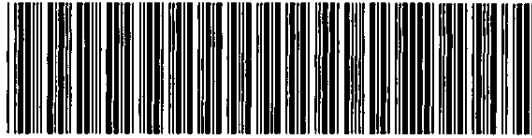
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: 1100 Holland Company, LLC
(Name of Surviving Party)

Please return all correspondence concerning this matter to:

W. Rodgers Moore, Esq.
(Contact Person)

W. Rodgers Moore, P.A.
(Firm/Company)

1900 Glades Rd., Suite 401
(Address)

Boca Raton, FL 33431
(City, State and Zip Code)

For further information concerning this matter, please call:

W. Rodgers Moore, Esq. at (561) 394-7944
(Name of Contact Person) (Area Code and Daytime Telephone Number)

☒ Certified Copy (optional) \$8.75

STREET ADDRESS:
Registration Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

MAILING ADDRESS:
Registration Section
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

**Articles of Merger
For
Florida Profit or Non-Profit Corporation**

The following Articles of Merger are submitted to merge the following Florida Profit and/or Non-Profit Corporation(s) in accordance with s. 607.1109 or 617.0302, Florida Statutes.

FIRST: The exact name, form/entity type, and jurisdiction for each merging party are as follows:

<u>Name</u>	<u>Jurisdiction</u>	<u>Form/Entity Type</u>
Delray Development Corp.	Fla	Corporation
_____	_____	_____
_____	_____	_____
_____	_____	_____

SECOND: The exact name, form/entity type, and jurisdiction of the surviving party are as follows:

<u>Name</u>	<u>Jurisdiction</u>	<u>Form/Entity Type</u>
1100 Holland Company, LLC	Fla	Limited Liability Company

THIRD: The attached plan of merger was approved by each domestic corporation, limited liability company, partnership and/or limited partnership that is a party to the merger in accordance with the applicable provisions of Chapters 607, 608, 617, and/or 620, Florida Statutes.

FOURTH: The attached plan of merger was approved by each other business entity that is a party to the merger in accordance with the applicable laws of the state, country or jurisdiction under which such other business entity is formed, organized or incorporated.

FIFTH: If other than the date of filing, the effective date of the merger, which cannot be prior to nor more than 90 days after the date this document is filed by the Florida Department of State:

December 31, 2007

SIXTH: If the surviving party is not formed, organized or incorporated under the laws of Florida, the survivor's principal office address in its home state, country or jurisdiction is as follows:

N/A

SEVENTH: If the surviving party is an out-of-state entity, the surviving entity:

a.) Appoints the Florida Secretary of State as its agent for service of process in a proceeding to enforce any obligation or the rights of dissenting shareholders of each domestic corporation that is party to the merger.

b.) Agrees to promptly pay the dissenting shareholders of each domestic corporation that is a party to the merger the amount, if any, to which they are entitled under s. 607.1302, F.S.

EIGHTH: Signature(s) for Each Party:

Name of Entity/Organization:	Signature(s):	Typed or Printed Name of Individual:
1100 Holland Company, LLC	<i>Elliot Goldstein</i>	Elliot Goldstein, Pres.
by EGEG Holdings Corp		
Manager		
Delray Development Corp.	<i>Elliot Goldstein</i>	Elliot Goldstein, Pres.

Corporations:	Chairman, Vice Chairman, President or Officer (If no directors selected, signature of incorporator.)
General Partnerships:	Signature of a general partner or authorized person
Florida Limited Partnerships:	Signatures of all general partners
Non-Florida Limited Partnerships:	Signature of a general partner
Limited Liability Companies:	Signature of a member or authorized representative

Fees: \$35.00 Per Party

Certified Copy (optional): \$8.75

PLAN OF MERGER

FIRST: The exact name, form/entity type, and jurisdiction for each **merging** party are as follows:

<u>Name</u>	<u>Jurisdiction</u>	<u>Form/Entity Type</u>
Delray Development Corp.	Fla	Corporation

SECOND: The exact name, form/entity type, and jurisdiction of the **surviving** party are as follows:

<u>Name</u>	<u>Jurisdiction</u>	<u>Form/Entity Type</u>
1100 Holland Company, LLC	Fla	Limited Liability Company

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

See Attached Page

(Attach additional sheet if necessary)

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TALLAHASSEE, FLORIDA

1. The Merger shall become effective on December 31, 2007 (hereinafter referred to as the ("Effective Time of the Merger")); and

2. At the Effective Time of Merger, (a) the Articles of Incorporation of the Merging Company shall supercede and replace the Articles of Organization of the Surviving Company, (b) the Operating Agreement of the Surviving Company shall supercede and replace the Bylaws of the Merging Company, and (c) the members and manager of the Surviving Company shall be the owners officer of the Merging Company.

3. The mode of carrying the Merger into effect, and the manner and basis of converting the shares of the Merging Company into units and interests of the Surviving Company, shall be as follows:

(a) Elliot Goldstein and Eleanor Goldstein, equal shareholders of the Merging Company, shall surrender their shares to the Surviving Company during the period beginning after the Effective Time of the Merger and ending two (2) days hence.

(b) At the time the shareholders surrender to the Surviving Company their certificates for outstanding shares of the Merging Company, such certificates shall be cancelled. Units/interests of the Surviving Company shall be issued one unit/interest for each share of the Merging Company to the former shareholders of the Merging Company in replacement of the canceled shares. Immediately after the Merger the outstanding units/interests of the Surviving Company, shall be owned as follows:

50% (100 units) by Elliot Goldstein

50% (100 units) by Eleanor Goldstein

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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 others securities of the survivor, in whole or in part, into cash or other property is as follows:

Each Shareholder, for each 1 share of Merging Company is entitled to one unit of the Surviving Company

(Attach additional sheet if necessary)

B. The manner and basis of converting the rights to acquire the interests, shares, obligations or other securities of each merged party into the rights to acquire the interests, shares, obligations or others securities of the survivor, in whole or in part, into cash or other property is as follows:

Same as A above

(Attach additional sheet if necessary)

FIFTH: If a partnership is the survivor, the name and business address of each general partner is as follows:

(Attach additional sheet if necessary)

SIXTH: If a limited liability company is the survivor, the name and business address of each manager or managing member is as follows:

EGEG Holdings Corp. (Manager)

1100 Holland Drive

Boca Raton, FL 33487

(Attach additional sheet if necessary)

SEVENTH: Any statements that are required by the laws under which each other business entity is formed, organized, or incorporated are as follows:

(Attach additional sheet if necessary)

EIGHTH: Other provision, if any, relating to the merger are as follows:

SEE THIRD

(Attach additional sheet if necessary)