

05/06/08 09:41 FAX 305 935 9042

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001

Division of Corporations

Page 1 of 1

**08000027048**

Florida Department of State  
Division of Corporations  
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## MERGER OR SHARE EXCHANGE

JOS GLOBAL, LLC

Certificate of Status	0
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EXAMINER

05/06/08 09:43 FAX 305 935 9042

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002

H08000122425 3

**Certificate of Merger  
For  
Florida Limited Liability Company**

The following Certificate of Merger is submitted to merge the following Florida Limited Liability Company(ies) in accordance with s. 608.4382, 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>
BOCA JUDAICA, LLC	Florida	Limited Liability Company
JUDAICA ON SITE INC.	Florida	Corporation
JOS GLOBAL, LLC	Florida	Limited Liability Company

**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>
JOS GLOBAL, LLC	Florida	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.

1 of 6

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H08000122425 3

05/06/08 09:44 FAX 305 935 9042

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003

H08000122425 3

**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:

\_\_\_\_\_  
**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:

\_\_\_\_\_  
**SEVENTH:** If the survivor is not formed, organized or incorporated under the laws of Florida, the survivor agrees to pay to any members with appraisal rights the amount, to which such members are entitled under ss.608.4351-608.43595, F.S.

**EIGHTH:** If the surviving party is an out-of-state entity not qualified to transact business in this state, the surviving entity:

a.) List the following street and mailing address of an office, which the Florida Department of State may use for the purposes of s. 48.181, F.S., are as follows:

Street address: \_\_\_\_\_

Mailing address: \_\_\_\_\_

05/06/08 09:45 FAX 305 935 9042



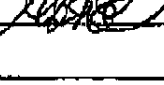
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004

H08000122425 3

b.) Appoints the Florida Secretary of State as its agent for service of process in a proceeding to enforce obligations of each limited liability company that merged into such entity, including any appraisal rights of its members under ss.608.4351-608.43595, Florida Statutes.

**NINTH:** Signature(s) for Each Party:

Name of Entity/Organization:	Signature(s):	Typed or Printed Name of Individual:
BOCA JUDAICA, LLC		Abe Brooks, Manager
JUDAICA ON SITE INC.		Moshe Druin, President
JOS GLOBAL, LLC		Moshe Druin, Manager

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

<b><u>Fees:</u></b>	
For each Limited Liability Company:	\$25.00
For each Corporation:	\$35.00
For each Limited Partnership:	\$52.50
For each General Partnership:	\$25.00
For each Other Business Entity:	\$25.00

<b><u>Certified Copy (optional):</u></b>	\$30.00
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05/06/08 09:46 FAX 305 935 9042

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0005

H08000122425 3

**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>
BOCA JUDAICA, LLC	Florida	Limited Liability Company
JUDAICA ON SITE INC.	Florida	Corporation
JOS GLOBAL, LLC	Florida	Limited Liability Company

**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>
JOS GLOBAL, LLC	Florida	Limited Liability Company

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

BOCA JUDAICA, LLC, JUDAICA ON SITE INC., and JOS GLOBAL, LLC,  
are hereby merged and the surviving entity shall be JOS GLOBAL, LLC.

All assets of these three (3) entities shall be deemed to be owned by  
JOS GLOBAL, LLC.

*(Attach additional sheet if necessary)*

05/06/08 08:47 FAX 305 935 9042

LEOPOLD KORN

008

H08000122425 3

**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:

BOCA JUDAICA, LLC, JUDAICA ON SITE INC., and JOS GLOBAL, LLC.

are hereby merged and the surviving entity shall be JOS GLOBAL, LLC.

All assets of these three (3) entities shall be deemed to be owned by

JOS GLOBAL, LLC.

*(Attach additional sheet if necessary)*

B. The manner and basis of converting rights to acquire the interests, shares, obligations or other securities of each merged party into 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:

Not Applicable.

*(Attach additional sheet if necessary)*

05/06/08 09:47 FAX 305 935 9042

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007

H08000122425 3

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

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*(Attach additional sheet if necessary)*

**SIXTH:** Other provisions, if any, relating to the merger are as follows:

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*(Attach additional sheet if necessary)*