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(Requestor's Name)

(Address)

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(City/State/Zip/Phone #)

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(Business Entity Name)

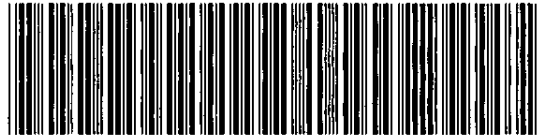
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TALLAHASSEE FLORIDA

W. G. Gifford FEB 13 2009

LL.M. IN TAXATION
ALSO ADMITTED IN LOUISIANA
AND MICHIGAN BARS

*Law Offices of
Steven Michael LaBret, P.A.*

*226 Hillcrest Street
Orlando, Florida 32804-1243*

PHONE # (407) 422-5819
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February 5, 2009

Dept. of State
Div. of Corporations
Corporate Filing
P.O. Box 6327
Tallahassee, FL 32314

Re: **Merging Company: Kid-E Place, Inc.**
Surviving Company: Kid-E-Place, LLC

Kid-E-Place, LLC
Our File No: 658-P-007 (Pasquale)


Dear Sir/Madam:

Enclosed are the filing fee of \$70.00 and the following:

1. Plan of Reorganization
2. Articles of Merger

Please file the documents.

Sincerely,



STEVEN M. LaBRET

SML/aeo
Encls.

Cc: Mr. Robert Pasquale

ARTICLES OF MERGER

The following Articles of Merger are being submitted in accordance with Sections 607.1109 and 608.4382, Florida Statutes.

1. 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>
Kid-E-Place, Inc. 26 W. Steele St. Orlando, FL 32804	Florida	Corporation

Florida Document/Reg. #: P95000060896

FEIN #: 59-3338

<u>Name and Street Address</u>	<u>Jurisdiction</u>	<u>Entity Type</u>
Kid-E-Place, LLC. 26 W. Steele St. Orlando, FL 32804	Florida	Limited Liability Co.

Florida Document/Reg. #: L08000110913

FEIN #: 26-3840605

2. The exact name, street address of its 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>
Kid-E-Place, LLC. 26 W. Steele St. Orlando, FL 32804	Florida	Limited Liability Co.

Florida Document/Reg. #: L08000110913

FEIN #: 26-3840605

3. The attached Plan of Merger meets the requirements of Section(s) 607.1108 and 608.438, Florida Statutes, and was approved by each domestic corporation and limited liability company that is a party to the merger in accordance with Chapters 607 and 608, Florida Statutes.

4. The surviving entity has obtained the written consent of all shareholders and members pursuant to Section 607.1108(5) and 608.4381(2), Florida Statutes.

5. The merger is not prohibited by the agreement of any regulations or articles of organization of any limited liability company or domestic corporation that is a party to the merger.

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6. The merger shall become effective as of the date the Articles of Merger are filed with the Florida Department of State.


7. The Articles of Merger comply and were executed in accordance with the laws of Florida.

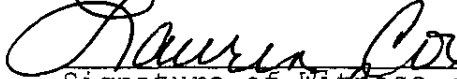
IN WITNESS WHEREOF, the parties or their duly authorized representatives hereto have executed this Agreement the day and year written below.


Signed, sealed and delivered
in the presence of:


KID-E-PLACE, INC.


Signature of Witness #1
LAUREN COX
Print Name of Witness


Signature of Witness
FRANCO FERRARI
Print Name of Witness

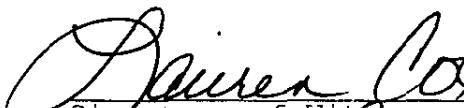

Signature of Witness #2
LAUREN COX
Print Name of Witness

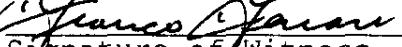

Signature of Witness
FRANCO FERRARI
Print Name of Witness


1. By: 
Klara Pasquale, as
president

2. By: 
Robert P. Pasquale, as
president


KID-E-PLACE, LLC.

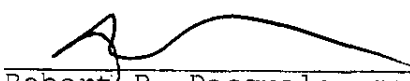

Signature of Witness #3
LAUREN COX
Print Name of Witness


Signature of Witness
FRANCO FERRARI
Print Name of Witness


Signature of Witness #4
LAUREN COX
Print Name of Witness


Signature of Witness
FRANCO FERRARI
Print Name of Witness

3. By: 
Klara Pasquale, as mgmr.

4. By: 
Robert P. Pasquale, mgmr.

PLAN OF MERGER

The following Plan of Merger, which was adopted and approved by each party to the merger in accordance with Sections 607.1107 and 608.4381, is being submitted in accordance with Sections 607.1108 and 608.438, Florida Statutes.

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

<u>Name</u>	<u>Jurisdiction</u>
Kid-E-Place, Inc.	Florida

<u>Name</u>	<u>Jurisdiction</u>
Kid-E-Place, LLC.	Florida

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

<u>Name</u>	<u>Jurisdiction</u>
Kid-E-Place, LLC.	Florida

THIRD: The terms and conditions of the merger are as follows:
The effective date shall be as of the date of filing with the Florida Department of State.

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:

One thousand* (1,000) shares of common stock for one hundred (100) membership unit

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

None