

L090000029079

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

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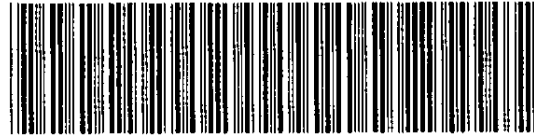
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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10 JUN 23 PM 4:19

SECRETARY OF STATE
DIVISION OF CORPORATIONS
ALBUQUERQUE, NEW MEXICO

EFFECTIVE DATE

6/30/2010

B. KOHR

JUN 23 2010

EXAMINER

10 JUN 23 PM 2:56

SECRETARY OF STATE
DIVISION OF CORPORATIONS



CORPORATION SERVICE COMPANY

REGISTRAR DATE

6/30/2010

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DIVISION OF CORPORATIONS
10 JUN 23 PM 2:57

ACCOUNT NO. : I20000000195

REFERENCE : 426086 4324348

AUTHORIZATION

[Signature]

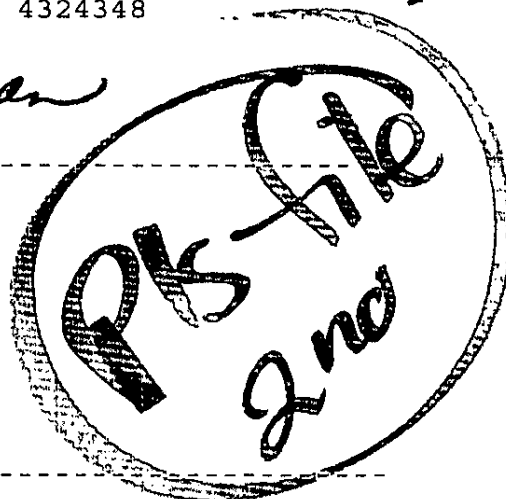
COST LIMIT \$ 50.00

ORDER DATE : June 23, 2010

ORDER TIME : 3:14 PM

ORDER NO. : 426086-010

CUSTOMER NO: 4324348



ARTICLES OF MERGER

FUNERAL SERVICES ACQUISITION
GROUP, LLC

INTO

MHI GROUP, LLC

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY

CONTACT PERSON: Carina L. Dunlap

EXAMINER'S INITIALS: _____

EFFECTIVE DATE 6/30/2010

RECEIVED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
10 JUN 23 PM 2:57

**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 the merging party is as follows:

<u>Name</u>	<u>Jurisdiction</u>	<u>Form/Entity Type</u>
LO9000055 ²⁷¹ Funeral Services Acquisition Group, LLC	Florida	limited liability company

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

<u>Name</u>	<u>Jurisdiction</u>	<u>Form/Entity Type</u>
MHI Group, 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.

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:

The effective date and time of the merger shall be on June 30, 2010 at 11:58 p.m.
Central Standard Time.

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:

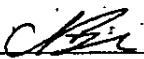

The surviving party is organized under the laws of Florida.

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

The surviving party is organized under the laws of Florida.

EIGHTH: The surviving party is organized under the laws of Florida.

NINTH: Signature(s) for Each Party:

Name of Entity/Organization	Signature(s)	Typed or Printed Name of Individual
MHI Group, LLC		Curtis G. Briggs, President
Funeral Services Acquisition Group, LLC		Curtis G. Briggs, President

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

<u>Fees:</u> 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

<u>Certified copy (optional):</u>	\$30.00
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PLAN OF MERGER

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

<u>Name</u>	<u>Jurisdiction</u>	<u>Form/Entity Type</u>
Funeral Services Acquisition Group, LLC	Florida	limited liability company

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

<u>Name</u>	<u>Jurisdiction</u>	<u>Form/Entity Type</u>
MHI Group, LLC	Florida	limited liability company

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

Each party's obligations to effect the merger shall be subject, at or before the effective date and time of the merger, to approval of this Plan of Merger by the members of MHI Group, LLC and by the members of Funeral Service Acquisition Group, LLC in accordance with provisions of applicable law.

FOURTH: 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 is as follows:

At the effective date and time of the merger, by virtue of consummation of the merger and without further action by any party, each Members interest in the terminating limited liability company shall be converted into interest in the surviving limited liability company, based on a one to one basis. The Members interest in the surviving limited liability company shall not be otherwise converted or exchanged in any manner.

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

The merging and surviving parties are both organized under the laws of Florida.

The articles of organization and the operating agreement of the surviving party are unchanged.

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

The effective date and time of the merger shall be on June 30, 2010 at 11:58 p.m. Central Standard Time.