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(Requestor's Name)

(Address)

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(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

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(Business Entity Name)

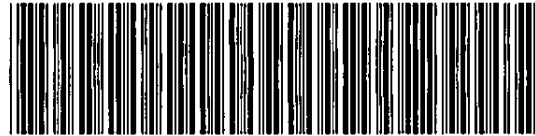
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T. ROBERTS

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 102 Tallahassee, Florida 32301
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

SUN STATE INVESTORS GROUP, INC.

Signature _____

Requested by: SETH

04/15/13

Name _____

Date _____

Time _____

Walk-In _____

Will Pick Up _____

____ Art of Inc. File _____
____ LTD Partnership File _____
____ Foreign Corp. File _____
____ L.C. File _____
____ Fictitious Name File _____
____ Trade/Service Mark _____
____ ✓ Merger File _____
____ Art. of Amend. File _____
____ RA Resignation _____
____ Dissolution / Withdrawal _____
____ Annual Report / Reinstatement _____
____ ✓ Cert. Copy _____
____ Photo Copy _____
____ Certificate of Good Standing _____
____ Certificate of Status _____
____ Certificate of Fictitious Name _____
____ Corp Record Search _____
____ Officer Search _____
____ Fictitious Search _____
____ Fictitious Owner Search _____
____ Vehicle Search _____
____ Driving Record _____
____ UCC 1 or 3 File _____
____ UCC 11 Search _____
____ UCC 11 Retrieval _____
____ Courier _____

ARTICLES AND PLAN OF MERGER

OF

SUN STATE INVESTORS GROUP, INC.
A Florida Corporation

INTO

SUN STATE INVESTORS GROUP, LLC
A Florida Limited Liability Company

Pursuant to Chapter 607 of the Florida
Business Corporations Act

The undersigned, President and Secretary of SUN STATE INVESTORS GROUP, INC., a corporation organized and existing under the laws of the State of Florida (hereinafter referred to as "First Party"), and the Managing Member and Secretary of SUN STATE INVESTORS GROUP, LLC, a limited liability company organized and existing under the laws of the State of Florida (hereinafter referred to as "Second Party"), hereby certify that:

1. Special Meetings of the Shareholders and Board of Directors of SUN STATE INVESTORS GROUP, INC., a Florida corporation, were held on April 15, 2013, after proper notice, for the purpose of adopting an Agreement and Plan of Reorganization and Merger as between First Party and Second Party, with Second Party being the surviving business entity. Further, a unanimous written consent of the Members of SUN STATE INVESTORS GROUP, LLC, a Florida limited liability company, was executed on April 15, 2013 adopting an Agreement and Plan of Reorganization and Merger as between First Party and Second Party, with Second Party being the surviving corporation.

2. The name of the surviving business entity is SUN STATE INVESTORS GROUP, LLC, and it is to be governed by the laws of the State of Florida.

3. First Party is a corporation organized and existing under the laws of the State of Florida, having been incorporated on July 17, 1997.

4. Second Party is a limited liability company organized and existing under the laws of the State of Florida, having been incorporated on January 29, 2013.

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5. The laws of the State of Florida under which the Second Party is organized permit such a merger.

6. There are no changes in the Articles of Organization of the surviving business entity.

7. The Agreement and Plan of Reorganization and Merger was adopted and approved by the Board of Directors and by the Shareholders of First Party on April 15, 2013 in the manner prescribed by the laws of the State of Florida, and was adopted and approved by the Board of Directors and Shareholders of Second Party on April 15, 2013 in the manner prescribed by the laws of the State of Florida, and pursuant to Internal Revenue Code Section 368(a)(1)(F), as amended.

8. First Party has one hundred (100) shares of common stock outstanding. Second Party has one thousand (1,000) membership units outstanding. All of said outstanding shares and membership units are entitled to vote, and all of the shares and membership units entitled to vote, voted for the Agreement and Plan of Reorganization and Merger.

9. On the effective date of the Merger, all rights and respects of the Shareholders of First Party in the common stock of First Party shall be cancelled forthwith, and the certificates representing such shares shall be surrendered and canceled.

10. This merger shall become effective on the date upon which the Articles of Merger are filed with the Florida Department of State.

The corporate parties hereto have caused these Articles and Plan of Merger to be executed by the duly authorized officers this 15th day of April, 2013.

SUN STATE INVESTORS GROUP, INC.,
a Florida Corporation


By: 


Richard G. Harmon, President

By: 

Richard G. Harmon, Secretary

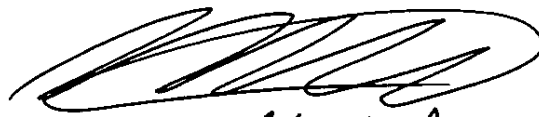
SUN STATE INVESTORS GROUP, LLC,
a Florida limited liability company

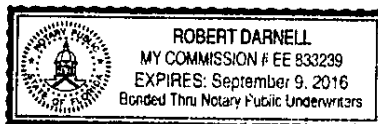
By: 
Richard G. Harmon, Managing Member

By: 
Richard G. Harmon, Secretary

STATE OF FLORIDA
COUNTY OF SARASOTA

I hereby certify that on the 15 day of April,
2013, before me personally appeared RICHARD G. HARMON, as
President and Secretary of SUN STATE INVESTORS GROUP, INC., a
Florida corporation, to me known to be the persons described in
and who executed the foregoing Articles of Merger and acknowledged
the execution thereof to be their free act and deed as such
officers, on behalf of the Corporation.

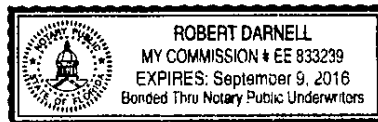

Print Name Robert W. Darnell
Notary Public, State of Florida
My commission expires:



STATE OF FLORIDA
COUNTY OF SARASOTA

I hereby certify that on the 15 day of April, 2013, before me personally appeared RICHARD G. HARMON, Managing Member and Secretary of SUN STATE INVESTORS GROUP, LLC, a Florida limited liability company, to me known to be the persons described in and who executed the foregoing Articles of Merger and acknowledged the execution thereof to be their free act and deed as such officers, on behalf of the Company.


Print Name Robert W. Darnell
Notary Public, State of Florida
My commission expires:



This Document Prepared By:

Robert W. Darnell, Esq.
HANKIN, PERSSON, DAVIS,
McCLENATHEN & DARNELL
1820 Ringling Boulevard
Sarasota, FL 34236
(941) 365-4950

(RWD:sg\w:\2584-3\art-merg.ssig.ssig)