

L 99000003989

CAPITOL SERVICES d/b/a  
PARALEGAL & ATTORNEY SERVICE BUREAU, INC.

(Requestor's Name)

1406 Hays Street, Suite 2

(Address)

Tallahassee, FL 32301 (904) 656-3992

(City, State, Zip)

(Phone #)

OFFICE USE ONLY

500003268195-4

-05/26/00--01053--007

\*\*\*\*\*68.75 \*\*\*\*\*68.75

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. eTrauma, LLC L 99-3989  
(Corporation Name) (Document #)
2. \_\_\_\_\_  
(Corporation Name) (Document #)
3. \_\_\_\_\_  
(Corporation Name) (Document #)
4. \_\_\_\_\_  
(Corporation Name) (Document #)

- ☒ Walk in ☒ Pick up time 5/26 ☒ Certified Copy  
☐ Mail out ☐ Will wait ☐ Photocopy ☐ Certificate of Status

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input checked="" type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark

RECEIVED  
00 MAY 26 AM 11:05  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA  
FILED  
00 MAY 26 PM 1:04  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

W/ 5/26

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35  
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6875

ARTICLES OF MERGER  
Merger Sheet

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MERGING:

ETRAUMA, LLC a Florida entity #L99000003989

INTO

**ETRAUMA.COM CORP..** corporation not qualified in Florida

File date: May 26, 2000

Corporate Specialist: Lee Rivers

**ARTICLES OF MERGER**

**OF**

**eTrauma, LLC**

L99-3989

**WITH AND INTO**

**eTrauma.com Corp.**

**(pursuant to Section 608.4382 of the Florida Limited Liability Company Act)**

**FILED**  
**00 MAY 26 PM 1:04**  
**SECRETARY OF STATE**  
**TALLAHASSEE FLORIDA**

The undersigned hereby certifies and sets forth:

**FIRST:** The Agreement and Plan of Merger by and between eTrauma, LLC (the "LLC") and eTrauma.com Corp. (hereinafter referred to as the "Surviving Entity") is attached hereto as Exhibit "A" (the "Plan of Merger").

**SECOND:** The Plan of Merger was approved by written consent of all of the members of the LLC.

**THIRD:** The Plan of Merger was approved by unanimous written consent of the Board of Directors and Stockholders of the Surviving Entity.

**FOURTH:** The effective date of the merger shall be the date on which these Articles of Merger are filed with the Secretary of State of Florida.

**FIFTH:** The street address of the Surviving Entity in the State of Delaware is c/o United Corporate Services, Inc., 15 East North Street, Dover, Delaware 19901. The principal address of the Surviving Entity is 1425 East Newport Center Drive, Deerfield Beach, Florida 33442.

**SIXTH:** The Surviving Entity hereby appoints the Secretary of State of Florida as its agent for service of process in any proceeding to enforce any obligations or the rights of dissenting members of the LLC .

**SEVENTH:** The Surviving Entity hereby agrees to promptly pay to any dissenting member of the LLC, if any, the amount, if any, to which such dissenting member is entitled under Section 608.4384 of the Florida Limited Liability Company Act.

MAY, 22, 2000 4:39PM KRONISH LIEB WEINER

NC.155 F.6

IN WITNESS WHEREOF, the undersigned have executed these Articles of Merger this

25<sup>th</sup> day of May, 2000.

eTrauma, LLC

By: 

Name:

Stephen C. Roy

Title:

CEO

eTrauma.com Corp.

By: 

Name:

Stephen C. Roy

Title:

Chief Executive Officer

FILED  
00 MAY 26 PM 1:04  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

AGREEMENT OF MERGER

AGREEMENT OF MERGER dated May 17, 2000 by and between eTrauma.com Corp., a Delaware corporation ("eTrauma.com Corp."), and eTrauma, LLC, a Florida limited liability corporation ("eTrauma, LLC").

eTrauma.com Corp. was incorporated in the State of Delaware on May 17, 2000. Its authorized capital stock consists of 100,000,000 shares of common stock, \$0.001 par value. As of May 17, 2000, eTrauma.com Corp. has issued and outstanding 10 shares, each of which was entitled to vote on the merger.

eTrauma, LLC was organized in the State of Florida on July 1, 1999. Its capital stock consists of 5922 units of interest ("Units") in eTrauma, LLC, each of which was entitled to vote on the merger.

The Board of Directors of eTrauma.com Corp. and the managing members of eTrauma, LLC deem it advisable and in the best interests of their corporations and the respective shareholders and members of their companies that eTrauma, LLC be merged into eTrauma.com Corp. as provided herein.

It is, therefore, agreed as follows:

1. As soon as practicable after this Agreement of Merger (the "Agreement") has been approved by the stockholders of eTrauma.com Corp. and the members of eTrauma, LLC, it shall be certified, signed and acknowledged in accordance with the laws of the State of Delaware and the State of Florida. It shall then be filed in the office of the Secretary of State of Delaware and in the Department of State of the State of Florida. The term "Effective Date" as used herein shall mean the date on which this Agreement is filed with the Secretary of State of Delaware and the Department of State of Florida.

2. On the Effective Date, eTrauma, LLC shall be merged into eTrauma.com Corp. and the separate corporate existence of eTrauma, LLC shall cease. eTrauma.com Corp. shall be the surviving corporation, under its present name, and shall continue to be governed by the laws of the State of Delaware.

3. The Certificate of Incorporation of eTrauma.com Corp. in effect on the Effective Date shall continue as the Certificate of Incorporation of the surviving corporation. The Bylaws of eTrauma.com Corp. in effect on the Effective Date shall continue as the Bylaws of the surviving corporation. The officers and directors of eTrauma.com Corp. in office on the Effective Date shall continue to hold their respective positions.

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4. Each Unit of eTrauma, LLC that is issued and outstanding on the Effective Date shall cease to be outstanding and shall be converted into, and the holder thereof shall be entitled to receive a stock certificate for, 3000 shares of Common Stock of eTrauma.com Corp.

5. Each share of eTrauma.com Corp. common stock that is issued and outstanding on the Effective Date of the merger shall not be converted or exchanged in any manner but each such share shall continue to represent one issued and outstanding share of eTrauma.com Corp., as the surviving corporation.

6. As soon as practicable after the Effective Date, each holder of certificate or certificates which prior thereto represented issued and outstanding Units of eTrauma, LLC shall surrender such certificate or certificates to the Secretary of eTrauma, LLC at the principal office of eTrauma, LLC, 1425 East Newport Center Drive, Deerfield Beach, Florida 33442, and shall receive in exchange therefor a certificate representing the number of shares of eTrauma.com Corp. common stock into which his or her Units shall have been converted by virtue of the merger. From and after the Effective Date, the holder of a certificate which prior thereto represented issued and outstanding shares of eTrauma, LLC Units shall have no rights with respect to such shares except to surrender such certificates in exchange for a certificate representing the number of shares of eTrauma.com Corp. common stock into which such Units of eTrauma, LLC shall have been converted by virtue of the merger or to perfect any rights of appraisal which such holder may have under the law of the State of Delaware.

7. This Agreement of Merger may be abandoned or terminated prior to the filing thereof with the Secretary of State of Delaware by resolution duly adopted by the Board of Directors of eTrauma.com Corp. and the managing members of eTrauma, LLC, notwithstanding the approval thereof by the respective shareholders and members of the constituent companies.

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00 MAY 26 PM 1:04  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

IN WITNESS WHEREOF, the parties have duly executed this Agreement of Merger as of the date first written above.

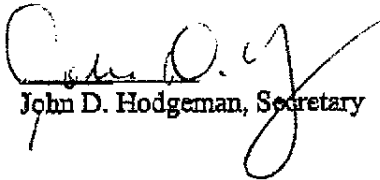
Dated: \_\_\_\_\_

eTrauma.com Corp.

By 

Stephen C. Roy, Chief Executive Officer

ATTEST:

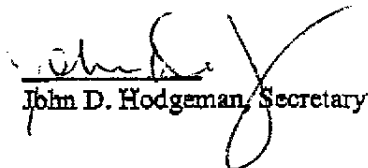
  
John D. Hodgeman, Secretary

eTrauma, LLC

By 

Stephen C. Roy, Chief Executive Officer

ATTEST:

  
John D. Hodgeman, Secretary

FILED

00 MAY 26 PM 1:04

SECRETARY OF STATE  
TALLAHASSEE FLORIDA