



THE UNITED STATES
CORPORATION
COMPANY

L99000006096

ACCOUNT NO. : 072100000032

REFERENCE : 654651 5015263

AUTHORIZATION : *Patricia Pignatelli*

COST LIMIT : \$ 60.00

FILED
00 APR 10 PM 4:58
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ORDER DATE : April 7, 2000

ORDER TIME : 11:31 AM

ORDER NO. : 654651-010

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CUSTOMER NO: 5015263

CUSTOMER: Maria Martinez, Esq
Montello & Kenney, P.a.
Suite 1070
777 Brickel Avenue
Miami, FL 33131

ARTICLES OF MERGER

4YOURSOU.COM, INC.

INTO

4YOURSOU.COM, L.L.C.

RECEIVED
00 APR 10 PM 1:45
DEPT. OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY

CONTACT PERSON: Tamara Odom

EXAMINER'S INITIALS:

L99-6096

Name	44
Available	
Done	
Examined	
Updated	
Updated	
Verified	
Approved	
Signature	



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

April 10, 2000

TAMARA ODOM
CSC

SUBJECT: 4YOURSOU.COM LLC
Ref. Number: L99000006096

RESUBMIT

Please give original
submission date as file date.

FILED
APR 10 PM 4:58
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

We have received your document for 4YOURSOU.COM LLC and the authorization to debit your account in the amount of \$60.00. However, the document has not been filed and is being returned for the following:

The articles of merger must reflect that the surviving entity appoints the Florida Secretary of State as its agent for substitute service of process pursuant to Chapter 48, Florida Statutes, in any proceeding to enforce any obligation or rights of any dissenting shareholders, partners, and/or members of each domestic corporation, partnership, limited partnership and/or limited liability company that is a party to the merger.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6020.

Tammi Cline
Document Specialist

Letter Number: 400A00019605

RECEIVED
APR 11 PM 1:42
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

**ARTICLES OF MERGER
OF
4YOURSOU.COM, LLC,
A FLORIDA LIMITED LIABILITY COMPANY,
INTO
4YOURSOU.COM, INC.,
A DELAWARE CORPORATION**

FILED
00 APR 10 PM 4:58
TALLAHASSEE, FLORIDA
SECRETARY OF STATE
2009-16094

Pursuant to Sections 608.4381 and 608.4382 of the Florida Limited Liability Company Act, 4YourSoul.com, LLC, a Florida limited liability company ("4YourSoul Florida"), and 4YourSoul.com, Inc., a Delaware corporation ("4YourSoul Delaware"), hereby adopt the following Articles of Merger for the purpose of merging 4YourSoul Florida into 4YourSoul Delaware (the "Merger"):

FIRST: Agreement and Plan of Merger:

1. The name of the merging company is 4YourSoul.com, LLC, a Florida limited liability company, and the name of the surviving corporation is 4YourSoul.com, Inc., a Delaware corporation.
2. On the date hereof, (i) there are 1,000 units in 4YourSoul Florida outstanding representing 100 percent of the interest in 4YourSoul Florida; and (ii) there is no capital stock outstanding in 4YourSoul Delaware. Upon the effectiveness of the Merger, each unit in 4YourSoul Florida shall be converted into 19,542.768 shares of common stock, par value \$.001 per share, of 4YourSoul Delaware (the "Common Stock"). This Agreement shall be conditioned on the approval of a majority in interest of the members of 4YourSoul Florida and the approval of the Board of Directors of 4YourSoul Delaware. The certificate of incorporation of 4YourSoul Delaware, as amended, shall be the certificate of incorporation of the surviving corporation.
3. The Merger shall be effected by the filing of articles of merger with the Florida Department of State and the filing of a certificate of merger with the Delaware Secretary of State. Upon the effectiveness of the Merger, each outstanding unit in 4YourSoul Florida, as shown on the books and records of 4YourSoul Florida, shall, by virtue of the Merger, and without any action on the part of the holder thereof, be converted into 19,542.768 shares of Common Stock of 4YourSoul Delaware.

SECOND: The Agreement and Plan of Merger was approved by the members of 4Yoursoul Florida in accordance with Section 608.4381 of the Florida Limited Liability Company Act.

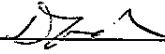
THIRD: The Agreement and Plan of Merger was approved by the Board of Directors of 4Yoursoul Delaware in accordance with the applicable laws of the State of Delaware.

FOURTH: 4Yoursoul Delaware is the surviving corporation.

1. The address of 4Yoursoul Delaware is 1013 Centre Road, City of Wilmington, County of New Castle, 19805.
2. 4Yoursoul Delaware is deemed to have appointed the Secretary of State of Florida as its agent for service of process in a proceeding to enforce any obligation or the rights of dissenting members of 4Yoursoul Florida.
3. 4Yoursoul Delaware has agreed to promptly pay to the dissenting members of 4Yoursoul Florida, if any, the amount, if any, to which such dissenting members are entitled under Section 608.4384 of the Florida Limited Liability Company Act.

IN WITNESS WHEREOF, 4Yoursoul.com, LLC, and 4Yoursoul.com, Inc., have caused these Articles of Merger to be executed in their respective names and on their behalf by their respective authorized persons on April 6, 2000.

4YOURSOU.COM, LLC

By: 
Doron Friedman,
Chief Executive Officer

4YOURSOU.COM, INC.

By: 
Doron Friedman,
Chief Executive Officer

FILED
00 APR 10 PM 4:58
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF MERGER
Merger Sheet

MERGING:

4YOURSOU.COM, L.L.C. a Florida entity, L99000006096
,

INTO

4YOURSOU.COM, INC., entity not qualified in Florida.

File date: April 10, 2000

Corporate Specialist: Tammi Cline

Account number: 072100000032

Account charged: 60.00