

8/5/2014

Division of Corporations

Florida Department of State
Division of Corporations
Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

(((H14000185188 3)))



H140001851883ABC3

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:

Division of Corporations
Fax Number : (850) 617-6380

From:

Account Name : PERLMAN, BAJANDAS, YEVOLI, & ALBRIGHT P.L.
Account Number : I20040000167
Phone : (305) 377-0809
Fax Number : (305) 377-0781

****Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.****

Email Address: amayor@pbyalaw.com

RECEIVED

14 AUG -6 AM 7:57

FLORIDA DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

**MERGER OR SHARE EXCHANGE
GULF SOUTH FOREST PRODUCTS, INC.**

Certificate of Status	1
Certified Copy	1
Page Count	03
Estimated Charge	\$77.50

FILED

14 AUG - 11 01:32

ARTICLES OF MERGER

FILED
TALLAHASSEE, FLORIDA

of

GSFP FINANCIAL, LLC.
(a Florida Limited Liability Company)

With and Into

GULF SOUTH FOREST PRODUCTS, INC.
(a Florida Corporation)

Pursuant to Sections 607.1101, 607.1103 and 607.1105 of the Florida Business Corporation Act (the "FBCA"), **GULF SOUTH FOREST PRODUCTS, INC.**, a corporation organized under the laws of the State Florida ("GSFP"), and **GSFP FINANCIAL, LLC.**, a Limited Liability Company organized under the laws of the State Florida ("*GSFP FINANCIAL*") adopted on the 5th day of August, 2014, the following Articles of Merger for the purpose of effecting a merger in accordance with the provisions of the FBCA, and hereby certify as follows:

ARTICLE I

The Agreement and Plan of Merger (the "*Plan of Merger*"), attached hereto and incorporated by reference herein, and adopted in accordance with the provisions of Section 607.1101 of the FBCA, provides for the merger of GSFP FINANCIAL with and into GSFP, with GSFP as the surviving corporation (the "*Merger*").

ARTICLE II

The Articles of Incorporation of GSFP shall be the Articles of Incorporation of the surviving corporation.

ARTICLE III

The Plan of Merger was duly approved by a unanimous written consent executed by all the

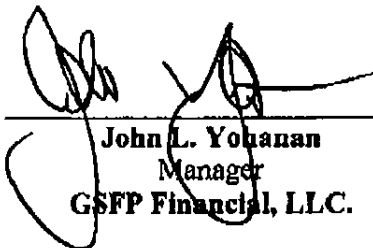
stockholders and all the members of the Board of Directors of GSFP and a unanimous written consent executed by all the members and all the managers of GSFP FINANCIAL, respectively, pursuant to Sections 607.0704, 607.0821, 607.1101 and 607.1103 of the FBCA on the 31st day of July, 2014.

ARTICLE IV


The Merger shall be effective as of the 5th day of August, 2014 (the "*Effective Time*"). At the Effective Time, the separate existence of each of the corporations shall cease and GSFP FINANCIAL shall be merged with and into GSFP in accordance with the terms and conditions of the *Plan of Merger*.

IN WITNESS WHEREOF the parties to these Articles of Merger have caused them to be duly executed by their respective authorized officers this 5th day of August, 2014.

[Remainder of page intentionally blank]



John L. Yohanan
Manager
GSFP Financial, LLC.



Edouard Baussan
Director
Gulf South Forest Products, Inc.