

Division of Corporations

Page 1 of 1

**Florida Department of State  
Division of Corporations  
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DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

**MERGER OR SHARE EXCHANGE  
CROSS ENVIRONMENTAL SERVICES, INC.**

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Help

**COVER LETTER**

**TO:** Amendment Section  
Division of Corporations

**SUBJECT:** Cross Environmental Services, Inc.  
Name of Surviving Corporation

The enclosed Articles of Merger and fee are submitted for filing.

Please return all correspondence concerning this matter to following:

Clyde A. Biston  
Contact Person

Cross Environmental Services, Inc.  
Firm/Company

39646 Fig Street PO Box 1299  
Address

Crystal Springs, FL 33524  
City/State and Zip Code

csb@crossenv.com  
E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Jeff Cahlon  
Name of Contact Person

At ( 212 ) 398-2742  
Area Code & Daytime Telephone Number

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Amendment Section  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, Florida 32301

**MAILING ADDRESS:**  
Amendment Section  
Division of Corporations  
P.O. Box 6327  
Tallahassee, Florida 32314

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## **ARTICLES OF MERGER** **(Profit Corporations)**

The following articles of merger are submitted in accordance with the Florida Business Corporation Act, pursuant to section 607.1105, Florida Statutes.

**First: The name and jurisdiction of the surviving corporation:**

<u>Name</u>	<u>Jurisdiction</u>	<u>Document Number</u> (If known/ applicable)
<u>Cross Environmental Services, Inc.</u>	Florida	M67631

**Second: The name and jurisdiction of each merging corporation:**

<u>Name</u>	<u>Jurisdiction</u>	<u>Document Number</u> (If known/ applicable)
CBS Acquisitions, Inc.	Florida	P13000083462

**Third: The Plan of Merger is attached.**

**Fourth:** The merger shall become effective on the date the Articles of Merger are filed with the Florida Department of State.

OR      11 / 1 / 2013 (Enter a specific date. NOTE: An effective date cannot be prior to the date of filing or more than 90 days after merger file date.)

**Fifth: Adoption of Merger by surviving corporation - (COMPLETE ONLY ONE STATEMENT)**

The Plan of Merger was adopted by the shareholders of the surviving corporation on 10/23/2013

**The Plan of Merger was adopted by the board of directors of the surviving corporation on \_\_\_\_\_ and shareholder approval was not required.**

**Sixth: Adoption of Merger by merging corporation(s) (COMPLETE ONLY ONE STATEMENT)**

The Plan of Merger was adopted by the shareholders of the merging corporation(s) on 10/23/2013

**The Plan of Merger was adopted by the board of directors of the merging corporation(s) on \_\_\_\_\_ and shareholder approval was not required.**

**(Attach additional sheets if necessary)**

[illegible]

## PLAN OF MERGER

(Non Subsidiaries)

The following plan of merger is submitted in compliance with section 607.1101, Florida Statutes, and in accordance with the laws of any other applicable jurisdiction of incorporation.

**First:** The name and jurisdiction of the surviving corporation:

<u>Name</u>	<u>Jurisdiction</u>
<u>Cross Environmental Services, Inc.</u>	<u>Florida</u>

**Second:** The name and jurisdiction of each merging corporation:

<u>Name</u>	<u>Jurisdiction</u>
<u>CES Acquisitions, Inc.</u>	<u>Florida</u>
<u> </u>	<u> </u>
<u> </u>	<u> </u>
<u> </u>	<u> </u>
<u> </u>	<u> </u>

**Third:** The terms and conditions of the merger are as follows:

CES Acquisitions, Inc. ("Merger Sub") a wholly-owned subsidiary of Green Living Concepts Inc., a Nevada corporation ("GLC"), will merge with and into Cross Environmental Services, Inc. ("CES"). The separate corporate existence of Merger Sub will cease and CES will continue as the surviving corporation of the merger (the "Surviving Corporation"). The Articles of Incorporation of the Surviving Corporation will be the Articles of Incorporation of CES. The Bylaws of the Surviving Corporation will be the Bylaws of CES. The officers and directors of the Surviving Corporation will be the officers and directors of CES.

**Fourth:** The manner and basis of converting the shares of each corporation into shares, obligations, or other securities of the surviving corporation or any other corporation or, in whole or in part, into cash or other property and the manner and basis of converting rights to acquire shares of each corporation into rights to acquire shares, obligations, or other securities of the surviving or any other corporation or, in whole or in part, into cash or other property are as follows:  
 Each issued and outstanding share of common stock of Merger Sub will be converted one share of common stock of the Surviving Corporation. Each issued and outstanding share of common stock of CES will be converted into the right to receive 175,000 shares of common stock of GLC for each share of CES.

*(Attach additional sheets if necessary)*