

m 95841

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May 31, 2001

United Parcel Service

Florida Department of State
Division of Corporations
Merger Section
409 E. Gaines Street
Tallahassee, Florida 32399

Re: Name Change, Mergers, and Request for Certified Copies

Ladies and Gentlemen:

We file the following documents:

1. Articles of Amendment to Articles of Incorporation of First Fund Broward, Inc. (corporate name change from First Fund Broward, Inc. to Ivenco Land Group, Inc.);
2. Articles of Merger of University Three Enterprises, Inc. and University Food Properties, Inc. into University Sunshine Properties, Inc., and attached Plan of Merger;
3. Articles of Merger of Jove Properties, Inc. into New Excalibur, Inc., and attached Plan of Merger; and
4. Articles of Merger of Jupiter 95, Inc. into Ivenco Land Group, Inc., and attached Plan of Merger.

We request one (1) set of certified copies of the following records:

1. Articles of Amendment to Articles of Incorporation of First Fund Broward, Inc. (corporate name change from First Fund Broward, Inc. to Ivenco Land Group, Inc.);
2. Articles of Merger of Jove Properties, Inc. into New Excalibur, Inc., and attached Plan of Merger

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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T. LEWIS JUN 8 2001

3. Articles of Merger of Jupiter 95, Inc. into Ivenco Land Group, Inc., and attached Plan of Merger.

We request two (2) sets of certified copies of the following records:

1. Articles of Merger of University Three Enterprises, Inc. and University Food Properties, Inc. into University Sunshine Properties, Inc., and attached Plan of Merger;

Enclosed are our check in the amount of \$323.75 (\$280 for filing fees, \$43.75 for copy fees) and a prepaid, self addressed UPS air bill for your use in returning the requested documents.

If you have any questions, please contact me.

Sincerely,



Russell C. Weigel III
Fla. Bar No. 822159

Enclosures: Original Documents
Check
Prepaid UPS air bill

cc: Ivenco, Inc. (w/o enclosures)

ARTICLES OF MERGER
Merger Sheet

MERGING:

JOVE PROPERTIES, INC., a Florida entity, M95840

INTO

NEW EXCALIBUR, INC., a Florida entity, M95841

File date: June 1, 2001

Corporate Specialist: Thelma Lewis

**ARTICLES OF MERGER
OF
JOVE PROPERTIES, INC.,
A FLORIDA CORPORATION,
INTO
NEW EXCALIBUR, INC.,
A FLORIDA CORPORATION**


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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to Section 607.1105 of the Florida Business Corporation Act, Jove Properties, Inc., a Florida corporation ("Jove"), and New Excalibur, Inc., a Florida corporation ("New Excalibur"), hereby adopt the following Articles of Merger for the purpose of merging Jove into New Excalibur (the "Merger"):

- FIRST:** Plan of Merger is attached hereto and provides, among other things, that:
1. The names of the merging companies are Jove Properties, Inc. and New Excalibur, Inc., and the name of the surviving corporation is New Excalibur, Inc., a Florida corporation.
 2. The articles of incorporation of New Excalibur shall be the articles of incorporation of the surviving corporation.
 3. Upon the effectiveness of the Merger, each share of Jove shall, by virtue of the Merger, and without any action on the part of the holder thereof, be cancelled.
- SECOND:** The effective date of the Merger shall be June 1, 2001.
- THIRD:** The shareholders and the board of directors of each corporation approved the Merger and adopted the Plan of Merger on May 31, 2001.

IN WITNESS WHEREOF, Jove Properties, Inc. and New Excalibur, Inc. have caused these Articles of Merger to be executed in their respective names and on their behalf by their respective authorized persons on May 31, 2001.

JOVE PROPERTIES, INC.

By: 
Ernest M. Halpryn
President and Director

NEW EXCALIBUR, INC.

By: 
Ernest M. Halpryn
President and Director

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PLAN OF MERGER

THIS PLAN OF MERGER by Jove Properties, Inc., a Florida corporation ("Jove"), and New Excalibur, Inc., a Florida corporation ("New Excalibur") (collectively referred to as the "Merging Companies"), is adopted as of May 31, 2001 by the Board of Directors of each corporation:

Section I

Names of Corporations

The names of the Merging Companies are Jove Properties, Inc. and New Excalibur, Inc. Jove shall be merged with and into New Excalibur, with New Excalibur remaining as the surviving corporation.

Section II

Conversion of Shares

Upon the effectiveness of the Merger, each share of Jove shall, by virtue of the Merger, and without any action on the part of the holder thereof, be cancelled. The articles of incorporation of New Excalibur shall be the articles of incorporation of the surviving corporation.

Section III

No Other Shareholders of Subsidiary Corporations

Each of the Corporations is a wholly owned subsidiary of Ivenco, Inc.


Section IV

Effective Date

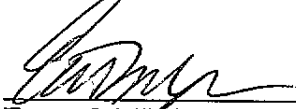
The Merger shall be effected by the filing of articles of merger with the Florida Department of State. The Merger shall be effective on June 1, 2001.

IN WITNESS WHEREOF, the Directors of the Merging Companies have adopted this Plan of Merger as of May 31, 2001.

JOVE PROPERTIES, INC.

By: 
Ernest M. Halpryn
A Duly Authorized Officer

NEW EXCALIBUR, INC.

By: 
Ernest M. Halpryn
A Duly Authorized Officer

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