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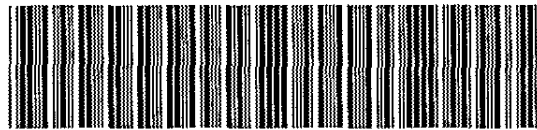
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12/20 Merger

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December 20, 2002

CORPORATION NAME (S) AND DOCUMENT NUMBER (S):

Sunset Memorial Park Inc. into SMP II, Inc.

Filing Evidence

- ☐ Plain/Confirmation Copy
- ☒ Certified Copy

Type of Document

- ☐ Certificate of Status
- ☐ Certificate of Good Standing
- ☐ Articles Only
- ☐ All Charter Documents to Include Articles & Amendments
- ☐ Fictitious Name Certificate
- ☐ Other

Retrieval Request

- ☐ Photocopy
- ☐ Certified Copy

2

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	Non Profit
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<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

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

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OTHER FILINGS	
<input type="checkbox"/>	Annual Reports
<input type="checkbox"/>	Fictitious Name
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<input type="checkbox"/>	Reinstatement

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

ARTICLES OF MERGER
Merger Sheet

MERGING:

SUNSET MEMORIAL PARK INC., 229896, a Florida Corporation

INTO

SMP II, INC., a Florida entity, N02000009785

File date: December 20, 2002, effective January 1, 2003

Corporate Specialist: Michelle Hodges

ARTICLES OF MERGER BETWEEN
SMP II, Inc.
AND
SUNSET MEMORIAL PARK INC.

NO2-9785
229896

Pursuant to Sections 607.1108 and 607.1109, Florida Statutes, SMP II, Inc., a Florida not for profit corporation ("SMP"), and Sunset Memorial Park, Inc., a Florida corporation ("Sunset"), adopt the following Articles of Merger for the purpose of merging Sunset into SMP, the latter of which is to survive the merger.

ARTICLE I

The name, address of principal office, jurisdiction, entity type, Florida registration number, and FEI number for each merging party is as follows:

Name and Street Address - Merged Corporation

Sunset Memorial Park Inc.
c/o Bethune Cookman College
640 Mary McLeod Bethune Blvd.
Daytona Beach, FL 32114

Jurisdiction and Document Number

Florida, 229896

Entity Type and FEI Number

Corporation, 59-0903196

The name, address of principal office, jurisdiction, entity type, Florida registration number, and FEI number for the surviving party is as follows:

Name and Street Address - Surviving Corporation

SMP II, Inc. NO2-9785
c/o Bethune Cookman College
640 Mary McLeod Bethune Blvd.
Daytona Beach, FL 32114

Jurisdiction and Document Number

Florida,

Entity Type and FEI Number

not for profit corporation, applied for

ARTICLE II

The surviving party shall be SMP II, Inc.

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TALLAHASSEE, FLORIDA

ARTICLE III

Article 1 of the Articles of Incorporation of SMP II, Inc., the surviving corporation, is hereby amended to read as follows:

Article 1

NAME

The name of this corporation is Sunset Memorial Park Inc.

ARTICLE IV

The attached Plan of Merger meets the requirements of sections 607.1108 and 607.1109, Florida Statutes, and was adopted by the Board of Directors (there are no shareholders or members authorized to vote) of SMP (surviving corporation) on December 17, 2002 and by the sole shareholder and board of directors of Sunset (merging corporation) on December 17, 2002 in accordance with Chapters 607 and 617, Florida Statutes.

ARTICLE V

The merger is permitted under the respective laws of all applicable jurisdictions and is not prohibited by the Articles of Incorporation of SMP or Sunset.

ARTICLE VI

The effective date of the merger shall be as of January 1, 2003.

IN WITNESS WHEREOF, the undersigned have executed these Articles of Merger this 17th day of December, 2002

SMP II, INC., a Florida not for profit corporation

Oswald P. Bronson, Sr.

By: Dr. Oswald P. Bronson, Sr.
Its: President

SUNSET MEMORIAL PARK INC., a Florida corporation

Oswald P. Bronson, Sr.

By: Dr. Oswald P. Bronson, Sr.
Its: President

Exhibit "A"

**PLAN OF MERGER BETWEEN
SMP II, INC.
AND
SUNSET MEMORIAL PARK INC.**

The following Plan of Merger, which was adopted and approved by SMP II, Inc., a Florida not for profit corporation ("Surviving Corporation") and Sunset Memorial Park Inc., a Florida corporation ("Sunset"), is being submitted in accordance with sections 607.1108 and 607.1109, Florida Statutes.

1. The name and jurisdiction of each merging party are as follows:

SMP II, Inc., a Florida not for profit corporation

Sunset Memorial Park Inc., a Florida corporation

2. The name of the surviving party is:

SMP II, Inc., a Florida not for profit corporation

3. On the effective date of the merger the general terms and conditions of the merger are: (i) the separate existence of Sunset shall cease and Sunset shall be merged with and into Surviving Corporation, (ii) the Articles of Incorporation of Surviving Corporation in effect immediately prior to the effective date of the merger shall be the Articles of Incorporation of the Surviving Corporation, (iii) the Bylaws of Surviving Corporation in effect immediately prior to the effective date of the merger shall be the Bylaws of the Surviving Corporation, and (iv) the Federal Employer Identification Number ("FEI") assigned to Surviving Corporation shall remain the FEI used for the Surviving Corporation.

4. The manner and basis of converting the shares of Sunset are as follows: As of the effective date of the merger, January 1, 2003, the shares of Sunset shall no longer be outstanding and shall automatically be cancelled and retired and shall cease to exist, and each holder of a certificate representing any such shares shall cease to have any rights with respect thereto. SMP is a not for profit corporation and has no shares of stock.

5. The surviving corporation shall amend Article 1 of the Articles of Incorporation of SMP to reflect a change in name to Sunset Memorial Park Inc.