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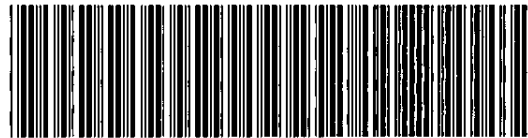
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DIVISION OF CORPORATIONS
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merger/cc
10 8/16/11

COVER LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: FIRST ROMANIAN BAPTIST CHURCH OF FLORIDA, 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:

PERRY W. HODGES, JR., ESQ.

(Contact Person)

ROGERS, MORRIS & ZIEGLER LLP

(Firm/Company)

1401 E BROWARD BLVD., #300

(Address)

FORT LAUDERDALE, FLORIDA 33301-2116

(City/State and Zip Code)

For further information concerning this matter, please call:

PERRY W. HODGES, JR.

(Name of Contact Person)

At (954) 462-1431

(Area Code & Daytime Telephone Number)

☒ Certified copy (optional) \$8.75 (Please send an additional copy of your document if a certified copy is requested)

STREET ADDRESS:

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

ARTICLES OF MERGER

The undersigned, being the presidents of FIRST ROMANIAN BAPTIST CHURCH OF FLORIDA, INC., a Florida nonprofit corporation, and BETHEL ROMANIAN BAPTIST CHURCH, INC., a Florida nonprofit corporation, hereby execute these articles of merger, which shall be filed in the office of the Florida Department of State.

ARTICLE I Plan of Merger

A copy of the plan of merger is attached as Exhibit "A".

ARTICLE II Approval

The plan of merger was adopted by FIRST ROMANIAN BAPTIST CHURCH OF FLORIDA, INC. at a meeting of its members held on April 10, 2011. The number of votes cast in favor of the merger was sufficient for approval.

The plan of merger was adopted by BETHEL ROMANIAN BAPTIST CHURCH, INC. at a meeting of its members held on April 10, 2011. The number of votes cast in favor of the merger was sufficient for approval.

ARTICLE III Effective Date

The merger shall be effective on the date that these articles of merger are filed by the Florida Department of State.

IN WITNESS WHEREOF, the undersigned have executed these articles of merger on this 30 day of June, 2011.

FIRST ROMANIAN BAPTIST
CHURCH OF FLORIDA, INC.

BETHEL ROMANIAN BAPTIST
CHURCH, INC.

By: 
VASILE HERDEAN, President

By: 
AUREL D. GHERGHINA, President

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**PLAN OF MERGER
OF
FIRST ROMANIAN BAPTIST CHURCH OF FLORIDA, INC.
and
BETHEL ROMANIAN BAPTIST CHURCH, INC.**

This is a plan of merger between FIRST ROMANIAN BAPTIST CHURCH OF FLORIDA, INC., a Florida nonprofit corporation, and BETHEL ROMANIAN BAPTIST CHURCH, INC., a Florida nonprofit corporation.

**ARTICLE I
Constituent Corporations**

The name of each constituent corporation is FIRST ROMANIAN BAPTIST CHURCH OF FLORIDA, INC., a Florida nonprofit corporation ("FIRST ROMANIAN"), and BETHEL ROMANIAN BAPTIST CHURCH, INC. ("BETHEL"), a Florida nonprofit corporation

**ARTICLE II
Merger**

Under F.S. 617.1107, BETHEL ROMANIAN BAPTIST CHURCH, INC. shall be merged into FIRST ROMANIAN BAPTIST CHURCH OF FLORIDA, INC. (the "merger").

**ARTICLE III
Surviving Corporation**

FIRST ROMANIAN shall be the surviving corporation of the merger.

**ARTICLE IV
Articles Of Incorporation**

The articles of incorporation of FIRST ROMANIAN in effect immediately before the merger shall not be changed by the merger and shall continue to be its articles of incorporation subsequent to the merger.

**ARTICLE V
Directors And Officers**

The directors and officers of FIRST ROMANIAN immediately before the merger shall continue to be the directors and officers immediately following the merger.

ARTICLE VI
Members

The members of FIRST ROMANIAN and BETHEL immediately before the merger shall all be members of FIRST ROMANIAN immediately following the merger, and, without further action, shall possess all rights and obligations granted to members of FIRST ROMANIAN by its charter and bylaws.

ARTICLE VII
Assets And Liabilities

On the effective date of the merger, the separate existence of BETHEL shall cease and FIRST ROMANIAN, without further action, shall possess all of its rights and privileges immediately preceding the merger. All assets of any nature of BETHEL without further action, shall be vested in FIRST ROMANIAN immediately following the merger. Following the merger, FIRST ROMANIAN shall be responsible for all liabilities and obligations of BETHEL. Any claim existing or action or proceeding pending against BETHEL may be continued as if the merger did not occur or FIRST ROMANIAN may be substituted for BETHEL in any such proceeding. Neither the rights of creditors of nor any liens on the property of BETHEL shall be impaired by the merger.

ARTICLE VIII
Effective Date

The merger shall be effective when the articles of merger are filed with the Florida Department of State, or at such other time specified in the articles of merger.

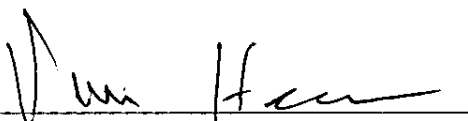
ARTICLE IX
Abandonment

Notwithstanding anything to the contrary contained in this plan, this plan of merger may be terminated and abandoned by the board of directors of FIRST ROMANIAN or the board of directors of BETHEL at any time before the filing of articles of merger.

IN WITNESS WHEREOF, this plan of merger has been executed by the undersigned officers this 30 day of June, 2011.

FIRST ROMANIAN BAPTIST
CHURCH OF FLORIDA, INC.

BETHEL ROMANIAN BAPTIST
CHURCH, INC.

By: 
VASILE HERDEAN, President

By: 
AUREL D. GHERGHINA, President