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MERGER OR SHARE EXCHANGE

Marda Medical of Indiana, Inc.

Certificate of Status	0
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March 28, 2008

FLORIDA DEPARTMENT OF STATE
Division of Corporations

C T CORPORATION SYSTEM

SUBJECT: MADA MEDICAL OF INDIANA, INC.
REF: W08000016152

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

For each corporation, the document must contain the date of adoption of the plan of merger or share exchange by the shareholders or by the board of directors when no vote of the shareholders is required.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

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Heresa Brown
Regulatory Specialist II

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ARTICLES OF MERGER
OF
MARDA MEDICAL, INC.
WITH AND INTO
MARDA MEDICAL OF INDIANA, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

In compliance with the Florida Code, Fla. Stat. § 607.1104 and, and Indiana Business Corporation Law, IC 23-1-40-4 and, governing the merger of a parent corporation organized and existing under Florida law with and into a wholly-owned subsidiary corporation organized and existing under Indiana law, the undersigned corporations, desiring to effect a merger, hereby certify that:

ARTICLE I

SURVIVING CORPORATION

The corporation surviving the merger is Marda Medical of Indiana, Inc., an Indiana corporation (the "Surviving Corporation"). The Surviving Corporation is hereby renamed Marda Medical, Inc.

ARTICLE II

MERGING CORPORATION

The corporation which shall be merged with and into the Surviving Corporation is Marda Medical, Inc., a Florida corporation (the "Merging Corporation"). The Merging Corporation is the sole owner of all outstanding shares of the Surviving Corporation.

ARTICLE III

PLAN OF MERGER

The Plan of Merger, adopted by the Board of Directors of the Merging Corporation, whereby the Merging Corporation is to be merged with and into the Surviving Corporation (the "Plan of Merger") is set forth in Exhibit A, attached hereto and made a part hereof.

ARTICLE IV

SHAREHOLDER APPROVAL NOT REQUIRED

Because the Merging Corporation is the sole owner of all of the outstanding shares of the Surviving Corporation, approvals by shareholders of the parties to the merger are not required under Fla. Stat. § 607.1104 and IC 23-1-40-4(a).

The manner of the adoption of the Plan of Merger constitutes full and legal compliance with the provisions of the Florida Code, the Indiana Business Corporation Law, and the Articles of Incorporation and the Bylaws of the Surviving Corporation and of the Merging Corporation.

ARTICLE V

BOARD APPROVAL

The Board of Directors of the Merging Corporation approved and adopted the Plan of Merger at a duly called meeting on the 14 day of MARCH, 2008.

ARTICLE VI

EFFECTIVE DATE

The merger of the Surviving Corporation and the Merging Corporation shall become effective at the time of filing of these Articles of Merger with both the Secretary of State of the State of Florida and the Secretary of the State of Indiana.

IN WITNESS WHEREOF, the Merging Corporation has caused these Articles of Merger to be executed by a duly authorized officer acting for and on its behalf, and such officer verifies and affirms, subject to the penalties of perjury, that the facts contained herein are true.

Dated as of the 14 day of MARCH, 2008.

"Merging Corporation"

MARDA MEDICAL, INC.

By: David S. Evans
David S. Evans, President

"Surviving Corporation"

MARDA MEDICAL OF INDIANA, INC.

By: David S. Evans
David S. Evans, President

EXHIBIT A
AGREEMENT AND PLAN OF MERGER OF
MARDA MEDICAL, INC.
WITH AND INTO
MARDA MEDICAL OF INDIANA, INC.

THIS AGREEMENT AND PLAN OF MERGER, dated as of the 14 day of MARCH, 2008 (the "Plan"), by and between MARDA MEDICAL, INC., a Florida corporation ("Marda"), and MARDA MEDICAL OF INDIANA, INC., an Indiana corporation ("Marda Indiana"),

WITNESSETH:

WHEREAS, all of the capital stock of Marda Indiana is owned beneficially and of record by Marda; and

WHEREAS, the Board of Directors of Marda deems it advisable and in the best interests of Marda that Marda be merged with and into Marda Indiana (the "Merger") pursuant to the terms and conditions contained herein, and has duly adopted and approved this Plan and the Merger as required by both Florida and Indiana law;

NOW THEREFORE, in consideration of the foregoing premises and the mutual covenants and agreements herein, the parties hereto have agreed, and do hereby agree, subject to the terms and conditions hereinafter set forth, as follows:

1. Marda shall, pursuant to the Florida Statutes, as amended ("Fla. Stat."), and the Indiana Business Corporation Law, as amended ("IBCL"), be merged with and into Marda Indiana, and Marda Indiana shall be the surviving entity of the merger (the "Surviving Corporation")
2. The Surviving Corporation shall continue to exist as the Surviving Corporation pursuant to the provisions of the IBCL. The Merger shall become effective at the time of filing of the Articles of Merger in accordance with the laws of both Florida and Indiana (the "Effective Time"). The separate existence of Marda (which is sometimes hereinafter referred to as the "Merging Corporation") shall cease at the Effective Time in accordance with the provisions of the Fla. Stat and the IBCL.
3. The Surviving Corporation shall be renamed Marda Medical, Inc.
4. The Articles of Incorporation, as amended, of the Merging Corporation shall become the Articles of Incorporation of the Surviving Corporation, which shall be organized and existing pursuant to the laws of the State of Indiana, pursuant to Fla. Stat. § 607.1104(1)(a) and IC 23-1-40-4(e).

5. The Bylaws, as amended, of the Merging Corporation shall become the Bylaws of the Surviving Corporation.
6. As of the Effective Time, by virtue of the Merger and by operation of law, all of the issued shares of the Surviving Corporation shall be cancelled and each issued share, including any fractional share(s), of the Merging Corporation shall be converted into the right to acquire one share, including an equal number of fractional share(s), if any, of the Surviving Corporation. Following the Effective Time, such shares of the Surviving Corporation shall be issued pro rata to the holders of the shares of the Merging Corporation upon the surrender by such holders of the certificates, if any, for such shares of the Merging Corporation.
7. Shareholders of the Surviving Corporation, who except for the applicability of Fla. Stat. § 607.1104, would be entitled to vote and who dissent from the Merger pursuant to Fla. Stat. § 607.1321, may be entitled, if they comply with the provisions of the Florida Statutes regarding appraisal rights, to be paid fair value of their shares.
8. The Merging Corporation and the Surviving Corporation hereby stipulate that they will cause to be executed and filed and/or recorded any document or documents prescribed by the laws of the State of Florida or the State of Indiana to fully effectuate the Merger, and that they will cause to be performed all necessary acts therein and elsewhere to fully effectuate the Merger.
9. The Merging Corporation, as the sole shareholder of the Surviving Corporation, hereby waives all notice of, and the mailing to it of a copy of, this Plan and the Merger to which shareholders of the Surviving Corporation may otherwise be entitled.
10. The Merging Corporation, as the sole shareholder of the Surviving Corporation, hereby waives any appraisal rights that may be available under the Florida Statutes, as amended.
11. The appropriate officers of the Merging Corporation and of the Surviving Corporation, respectively, shall do any and all acts and things, and make, execute, deliver, file, and/or record any and all instruments, papers, and documents which shall be or become necessary, proper, or convenient to carry out or put into effect any of the provisions of this Plan or of the Merger provided for herein.

IN WITNESS WHEREOF, the parties have executed this Plan on the day and year first above written.

MARDA MEDICAL, INC.

By: David S. Evans
David S. Evans, President

MARDA MEDICAL OF INDIANA, INC.

By: David S. Evans
David S. Evans, President