

PO 1000044690

Law Offices of  
**LOUIS A. SUPRASKI, P.A.**

2450 NE Miami Gardens Drive, 2nd Floor  
North Miami Beach, Florida 33180

(Address)

(City/State/Zip/Phone #)

PICK-UP     WAIT     MAIL

(Business Entity Name)

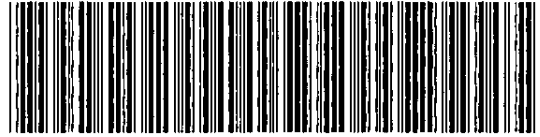
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2008 DEC 15 PM 12:50  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FILED

Merger  
*[Signature]*

**ARTICLES OF MERGER**

between

**MAMA JO'S INC.,  
the surviving corporation**

and

**STEVE'S PARKING, INC.,  
the merging corporation**

**FILED**  
2008 DEC 15 PM 12:50  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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The following Articles of Merger are submitted in accordance with the Florida Business Act, pursuant to section 607.1105, Florida Statutes.

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

<u>Name:</u>	<u>Jurisdiction</u>	<u>Document Number</u>
Mama Jo's, Inc.	Florida	P01000044690

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

<u>Name</u>	<u>Jurisdiction</u>	<u>Document Number</u>
Steve's Parking, Inc.	Florida	P05000006884

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

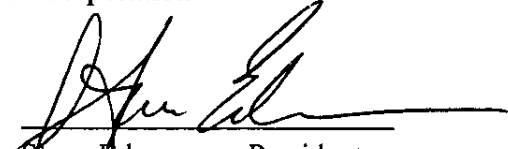
**Fourth:** The Merger shall become effective on the date of Articles of Merger are filed with the Florida Department of State.

**Fifth:** The Plan of Merger was adopted by the shareholders of the surviving corporation on October 24, 2008.

**Sixth:** The Plan of Merger was adopted by the shareholders of the merging corporation(s)  
on October 24, 2008.

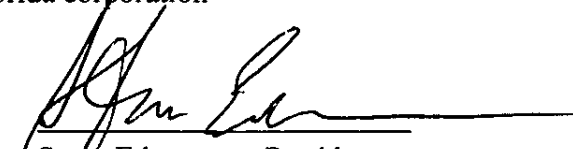
11/4/08  
Date

MAMA JO'S, INC.,  
a Florida corporation

By:   
Steve Edmonson, President

11/4/08  
Date

STEVE'S PARKING, INC.,  
a Florida corporation

By:   
Steve Edmonson, President

**PLAN OF MERGER**

**between**

**MAMA JO'S INC.,  
the surviving corporation**

**and**

**STEVE'S PARKING, INC.,  
the merging corporation**

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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>
Mama Jo's Inc.	Florida

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

<u>Name</u>	<u>Jurisdiction</u>
Steve's Parking, Inc.	Florida

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

- a. The merging corporation agrees to provide the surviving corporation with any and all information relating to its obligations, liabilities, income and expenses;
- b. The merging corporation agrees to close its said bank accounts and deposit all funds from whatever source derived into the bank account designated by the surviving corporation; and
- c. The outstanding lease in which the merging corporation is the landlord and the merging corporation is a tenant shall be cancelled.

**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:

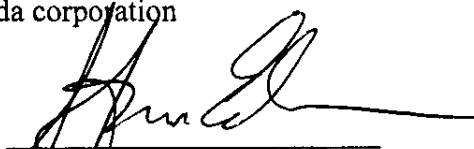
a. Each share of Steve's Parking, Inc. will be surrendered and cancelled. In as much as the shareholders of Mama Jo's Inc. and Steve's Parking, Inc. are the same as are their respective interests in each corporation, no new shares of Mama Jo's will be authorized or issued.

b. All liabilities of Steve's Parking, Inc. shall be assumed by Mama Jo's Inc.

The foregoing Plan of Merger is hereby approved.

MAMA JO'S INC.,  
a Florida corporation

By:

  
Steve Edmonson, President

11/04/08  
Date

STEVE'S PARKING, INC.,  
a Florida corporation

By:

  
Steve Edmonson, President

11/04/08  
Date