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(Requestor's Name)

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(City/State/Zip/Phone #)

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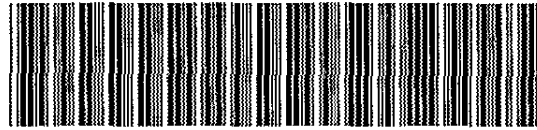
(Business Entity Name)

(Document Number)

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03 FEB 11 AM 10:32

SECRET
TALLAHASSEE, FLORIDA

merger

T BROWN FEB 11 2003

November 1, 2002

Dept. of State
Division of Corporations
PO Box 6327
Tallahassee, FL 32314

Dear Sir/Madam:

Enclosed is one original of the Articles and Agreement of Merger
of D.S.F. Creative Services, Inc. (a Florida corporation) and David Forman, Inc.
(a California corporation).

Also enclosed is a check in the amount of \$78.75 per your request.
This amount covers the filing fee for both entities, plus \$8.75 for a certified copy.

Please send a Certified Copy of this document to the following address:

DAVID FORMAN
215 10TH AVENUE NORTH
ST. PETERSBURG, FL 33701

Your assistance is greatly appreciated.

Sincerely,



DAVID FORMAN

Secretary

Telephone: 727-553-9380



FLORIDA DEPARTMENT OF STATE

Jim Smith
Secretary of State

November 20, 2002

DAVID FORMAN
215 10TH AVENUE NORTH
ST. PETERSBURG, FL 33701

SUBJECT: DSF CREATIVE SERVICES INC.
Ref. Number: P01000101260

We have received your document for DSF CREATIVE SERVICES INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The current name of the entity is as referenced above. Please correct your document accordingly.

Articles of Merger for a Florida or foreign profit corporation are filed pursuant to section 607.1105, Florida Statutes. A merger form is enclosed.

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

If you have any questions concerning the filing of your document, please call (850) 245-6869.

Teresa Brown
Document Specialist

Letter Number: 702A00062731

DSF CREATIVE SERVICES INC.

FID # 59-3752514

215 10th Ave. North - St. Petersburg, FL 33701 - 727-417-9666 - DaveSForman@aol.com

January 30, 2003

Dept. of State
Division of Corporations
PO Box 6327
Tallahassee, FL 32314

Dear Sir/Madam:

In response to your letter, a copy of which I've enclosed, here are the documents you requested.

Enclosed is one original of the Articles and Agreement of Merger of DSF Creative Services Inc. (a Florida corporation) and David Forman, Inc. (a California corporation).

You already have my check for \$78.75, which covers the filing fee for both entities, plus \$8.75 for a certified copy. Please send a Certified Copy to:

David S. Forman
215 10th Avenue North
St. Petersburg, FL 33701

I recently called your office and they assured me they would extend the 60 day deadline provided I include the reference number of their letter. That number is 702A00062731.

Thank you very much for your assistance.

Sincerely,

A handwritten signature in black ink, appearing to read "David S. Forman", with a stylized flourish at the end.

David S. Forman
Secretary
Telephone 727-417-9666

ARTICLES OF MERGER
Merger Sheet

MERGING:

DAVID FORMAN INC., a California entity, not qualified in Florida

INTO

DSF CREATIVE SERVICES INC., a Florida entity, P01000101260

File date: February 11, 2003

Corporate Specialist: Teresa Brown

ARTICLES OF MERGER

(Profit Corporations)

The following articles of merger are submitted in accordance with the Florida Business Corporation Act, pursuant to section 607.1105, F.S.

First: The name and jurisdiction of the surviving corporation are:

Name

Jurisdiction

DSF CREATIVE SERVICES INC.

FLORIDA

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

Name

Jurisdiction

DAVID FORMAN INC.

CALIFORNIA

03 FEB 11 AM 10:32
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TALLAHASSEE
SECRETARY OF STATE
FLORIDA

Third: The Plan of Merger is attached.

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

OR 12 / 31 / 02 (Enter a specific date. NOTE: An effective date cannot be prior to the date of filing or more than 90 days in the future.)

Fifth: Adoption of Merger by surviving corporation - (COMPLETE ONLY ONE STATEMENT)

The Plan of Merger was adopted by the shareholders of the surviving corporation on DEC 31, 2002.

The Plan of Merger was adopted by the board of directors of the surviving corporation on

DEC 31, 2002 and shareholder approval was not required.

Sixth: Adoption of Merger by merging corporation(s) (COMPLETE ONLY ONE STATEMENT)

The Plan of Merger was adopted by the shareholders of the merging corporation(s) on DEC 31, 2002.

The Plan of Merger was adopted by the board of directors of the merging corporation(s) on

_____ and shareholder approval was not required.

(Attach additional sheets if necessary)

Seventh: SIGNATURES FOR EACH CORPORATION

3. Name of Corporation

Signature

Typed or Printed Name of Individual & Title

DSF CREATIVE SERVICES INC.

Signature

DAVID FORMAN, PRESIDENT

DAVID FORMAN INC.

DAVID FORMAN, PRESIDENT

PLAN OF MERGER

(Non Subsidiaries)

The following plan of merger is submitted in compliance with section 607.1101, F.S. and in accordance with the laws of any other applicable jurisdiction of incorporation.

First: The name and jurisdiction of the surviving corporation are:

Name

Jurisdiction

DSF CREATIVE SERVICES INC. FLORIDA

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

Name

Jurisdiction

DAVID FORMAN INC CALIFORNIA

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

NONE.

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:

TRANSFER OF ALL REMAINING CASH & PROPERTY OF
MERGING ENTITY INTO THAT OF THE SURVIVING ENTITY.

(Attach additional sheets if necessary)

ARTICLES AND AGREEMENT OF MERGER


This Agreement of Merger is entered into between DSF Creative Services Inc., a Florida corporation (herein "Surviving Corporation") and David Forman, Inc., a California corporation (herein "Merging Corporation").

1. MERGING CORPORATION shall be merged into SURVIVING CORPORATION.
2. The outstanding shares of MERGING CORPORATION shall be converted to 1000 shares of SURVIVING CORPORATION.
3. The outstanding shares of SURVIVING CORPORATION shall remain outstanding and are not affected by the merger.
4. MERGING CORPORATION shall from time to time, as and when requested by SURVIVING CORPORATION, execute and deliver all such documents and instruments and take all such action necessary or desirable to evidence or carry out this merger.
5. The effect of the merger and the effective date of the merger is DECEMBER 31ST 2002, as prescribed by law.

IN WITNESS WHEREOF the parties have executed this Agreement.

DSF CREATIVE SERVICES INC.

By  12/31/02
David Forman, President Date

By  12/31/02
David Forman, Secretary Date

DAVID FORMAN, INC.

By  12/31/02
David Forman, President Date

By  12/31/02
David Forman, Secretary Date