



P01000109437

ACCOUNT NO. : 072100000032

REFERENCE : 990063 -83577A

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COST LIMIT : \$ PREPAID

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ORDER DATE : November 20, 2001

ORDER TIME : 3:46 PM

ORDER NO. : 990063-005

CUSTOMER NO: 83577A

CUSTOMER: E. Glenn Tucker, Esq
Rhodes & Tucker
950 N. Collier Boulevard
Suite 204
Marco Island, FL 34145

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*****70.00 *****70.00

RECEIVED
01 NOV 20 PM 4:44
DEPARTMENT OF STATE
DIVISION OF CORPORATE AFFAIRS
TALLAHASSEE, FLORIDA

ARTICLES OF MERGER

O'KELLEY & ASSOCIATES INC.

INTO

DOROTHY M. O'KELLEY, P.A.

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

____ CERTIFIED COPY
XX PLAIN STAMPED COPY

C. Coullatte NOV 21 2001

CONTACT PERSON: Kelly Courtney

EXAMINER'S INITIALS: _____

ARTICLES OF MERGER
Merger Sheet

MERGING: -----

O'KELLEY & ASSOCIATES INC., an Iowa corporation not qualified in Florida

INTO

DOROTHY M. O'KELLEY, P.A., a Florida entity, P01000109437.

File date: November 20, 2001

Corporate Specialist: Cheryl Coulliette

ARTICLES OF MERGER
(Profit Corporation)

The following Articles of Merger are submitted in accordance with the Florida Business Corporation Act pursuant to Section 607.1105F.S.

FIRST: The name and jurisdiction of the surviving corporation:

<u>Name</u>	<u>Jurisdiction</u>
DOROTHY M. O'KELLEY, P.A.	Florida

SECOND: The name and jurisdiction of the merging corporation:


<u>Name</u>	<u>Jurisdiction</u>
O'KELLEY & ASSOCIATES INC.	Iowa

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.

FIFTH: Adoption of Merger by surviving corporation -
The Plan of Merger was adopted by the shareholders of the surviving corporation on 11/19/01.

SIXTH: Adoption of Merger by merging corporation -
The Plan of Merger was adopted by the shareholders of the merging corporation on 11/19/01.


DOROTHY M. O'KELLEY, President

ATTEST:


GURVIS E. O'KELLEY, Secretary

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

THE PLAN OF MERGER
O'KELLEY & ASSOCIATES INC.
INTO
DOROTHY M. O'KELLEY, P.A.

WHEREAS, heretofore, there existed corporations known as follows:

O'KELLEY & ASSOCIATES INC., organized and existing under the laws of the State of Iowa

DOROTHY M. O'KELLEY, P.A., organized and existing under the laws of the State of Florida

WHEREFORE, pursuant to the action of the shareholders of both corporations, it is herewith established as follows:

1. O'KELLEY & ASSOCIATES INC., shall be merged into and completely absorbed by DOROTHY M. O'KELLEY, P.A.
2. Upon the merger and the filing of the Articles of Merger with the Florida Department of State, O'KELLEY & ASSOCIATES INC., shall cease to exist, and DOROTHY M. O'KELLEY, P.A., shall continue in existence with all the rights, privileges and attributes of both corporations.
3. The shares of stock of DOROTHY M. O'KELLEY, P.A., have been issued to the shareholders of DOROTHY M. O'KELLEY, P.A., in the same proportions as the shares of stock previously held by O'KELLEY & ASSOCIATES INC.

Shareholders of
O'KELLEY & ASSOCIATES INC.

Dorothy M. O'Kelley
Dorothy M. O'Kelley
Gurvis E. O'Kelley
GURVIS E. O'KELLEY

Shareholders of
DOROTHY M. O'KELLEY, P.A.

Dorothy M. O'Kelley
Dorothy M. O'Kelley
Gurvis E. O'Kelley
GURVIS E. O'KELLEY