

Capitol Services, Inc.

1406 Hays St., Suite 2

Tallahassee, FL 32301

(850) 878-4734
Kathi or Brent

P01000117175

Office Use Only

FILED
2002 APR -5 PM 2:51
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. Doodle Bibs, Inc. P01-117175
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

☒ Walk in

☒ Pick up time 4/5

☒ Certified Copy

☐ Mail Out

☐ Will wait

☐ Photocopy

☐ Certificate of Status

NEW FILINGS

- ☐ Profit
- ☐ Not for Profit
- ☐ Limited Liability
- ☐ Domestication
- ☐ Other

AMENDMENTS

- ☐ Amendment
- ☐ Resignation of R.A., Officer/Director
- ☐ Change of Registered Agent
- ☐ Dissolution/Withdrawal
- ☒ Merger

OTHER FILINGS

- ☐ Annual Report
- ☐ Fictitious Name

REGISTRATION/QUALIFICATION

- ☐ Foreign
- ☐ Limited Partnership
- ☐ Reinstatement
- ☐ Trademark
- ☐ Other

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-04/05/02--01028--012
*****78.75 *****78.75

C. Coulliette APR 05 2002

Examiner's Initials

ARTICLES OF MERGER
Merger Sheet

MERGING:

DROODLE BIBS, INC., a New York corporation not qualified

INTO

DROODLE BIBS, INC., a Florida entity, P01000117175

File date: April 5, 2002

Corporate Specialist: Cheryl Coulliette

ARTICLES OF MERGER

OF

DROODLE BIBS, INC.

AND

DROODLE BIBS, INC.

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TALLAHASSEE, FLORIDA

To the Secretary of State
State of Florida

Pursuant to the provisions of the Florida Business Corporation Act, the foreign business corporation and the domestic business corporation herein named do hereby submit the following Articles of Merger.

FIRST: Annexed hereto and made a part hereof is the Plan of Merger for merging **DROODLE BIBS, INC.**, a corporation incorporated under the laws of the State of New York and herein sometimes referred to as "**DROODLE - NY**" with and into **DROODLE BIBS, INC.**, a corporation incorporated under the laws of the State of Florida and herein sometimes referred to as "**DROODLE - FL**".

SECOND: The merger of **DROODLE - NY** with and into **DROODLE - FL** is permitted by the laws of the jurisdiction of organization of **DROODLE - NY** and is in compliance with said laws. The date of adoption of the Plan of Merger by the shareholders of **DROODLE - NY** was March 25, 2002.

THIRD: The shareholders of **DROODLE - FL** entitled to vote thereon approved and adopted the aforesaid Plan of Merger by written consent given on March 25, 2002 in accordance with the provisions of Section 607.0704 of the Florida Business Corporation Act.

Executed on this 26 day of March, 2002.

DROODLE BIBS, INC., a New York Corporation

By: Abbye Dorn
Abbye Dorn, President

DROODLE BIBS, INC., a Florida Corporation

By: Abbye Dorn
Abbye Dorn, President

PLAN OF MERGER approved on March 25, 2002 by **DROODLE BIBS, INC.**, a business corporation organized under the laws of the State of Florida, and by resolution adopted by its Board of Directors on said date, and approved on March 25, 2002 by **DROODLE BIBS, INC.**, a business corporation organized under the laws of the State of New York, and by resolution adopted by its Board of Directors on said date.

1. **DROODLE-FL** and **DROODLE-NY** shall, pursuant to the provisions of the Florida Business Corporation Act and pursuant to the provisions of the New York Business Corporation Law, be merged with and into a single corporation, to wit, **DROODLE-FL**, which shall be the surviving corporation upon the effective date of the merger and which is sometimes hereinafter referred to as the "surviving corporation", and which shall continue to exist as said surviving corporation under its present name pursuant to the provisions of the Florida Business Corporation Act. The separate existence of **DROODLE-NY**, which is sometimes hereinafter referred to as the "terminating corporation", shall cease upon the effective date of the merger in accordance with the provisions of the New York Business Corporation Law.

2. The Articles of Incorporation of the surviving corporation upon the effective date of the merger in the jurisdiction of its organization shall be the Articles of Incorporation of said surviving corporation and shall continue to in full force and effect until amended and changed in the manner prescribed by the provisions of the Florida Business Corporation Act.

3. The bylaws of the surviving corporation upon the effective date of the merger in the jurisdiction of its organization shall be the bylaws of said surviving corporation and shall continue in full force and effect until changed, altered, or amended as therein provided and in the manner prescribed by the provisions of the Florida Business Corporation Act.

4. The directors and officers in office of the surviving corporation upon the effective date of the merger shall continue to be the members of the Board of Directors and the officers of the surviving corporation, all of whom shall hold their directorships and offices until the election and qualification of their respective successors or until their tenure is otherwise terminated in accordance with the bylaws of the surviving corporation.

5. Each issued share of the terminating corporation shall, upon the effective date of the merger, be converted into one hundred (100) shares of the surviving corporation. The issued shares of the surviving corporation shall not be converted or exchanged in any manner, but each said share which is issued as of the effective date of the merger shall continue to represent one issued share of the surviving corporation.

6. In the event that the merger of the terminating corporation with and into the surviving corporation shall have been fully authorized in accordance with the provisions of the Florida Business Corporation Act and in accordance with the provisions of the New York Business Corporation Law, the terminating 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 and of the State of New York, and that they will cause to be performed all necessary acts therein and elsewhere to effectuate the merger.

7. The Board of Directors and the proper officers of the terminating corporation and of the surviving corporation, respectively, are hereby authorized, empowered, and directed to do any and all acts and things, and to 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 of Merger or of the merger herein provided for.