

PD2000008093



Wayne Rosier  
146 Second Street N., Ste 204  
St. Petersburg, FL 33701

City/State/Zip

Phone #

Office Use Only

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

- 1. \_\_\_\_\_ (Corporation Name) \_\_\_\_\_ (Document #)
- 2. \_\_\_\_\_ (Corporation Name) \_\_\_\_\_ (Document #) 800004782178--2  
-01/30/02--01062--001  
\*\*\*\*\*43.75 \*\*\*\*\*43.75
- 3. \_\_\_\_\_ (Corporation Name) \_\_\_\_\_ (Document #)
- 4. \_\_\_\_\_ (Corporation Name) \_\_\_\_\_ (Document #) 800004782178--2  
-01/17/02--01055--012  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

- Walk in       Pick up time \_\_\_\_\_
- Mail out       Will wait       Photocopy       Certified Copy
- 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

FILED  
02 FEB 14 PM 12:15  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

T. Lewis 2/14/02  
Examiner's Initials



FLORIDA DEPARTMENT OF STATE  
Katherine Harris  
Secretary of State

February 4, 2002

WAYNE ROSIER  
146 SECOND STREET NORTH  
SUITE 204  
ST. PETERSBURG, FL 33701

SUBJECT: THE ROSIER ALLIANCE INC.  
Ref. Number: P02000008093

We have received your document for THE ROSIER ALLIANCE INC. and check(s) totaling \$105.00. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

Third needs to be corrected the Plan of Merger cannot have a future date of 12-31-02.

Fourth must state the manner of converting the shares of each corporation if they are to be converted, exchanged, cancelled or acquired.

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) 245-6905.

Thelma Lewis  
Corporate Specialist Supervisor

Letter Number: 202A00006820

RECEIVED  
02 FEB 14 AM 11:27  
DIVISION OF CORPORATIONS



FLORIDA DEPARTMENT OF STATE  
Katherine Harris  
Secretary of State

January 24, 2002

WAYNE ROSIER  
146 SECOND STREET NORTH  
SUITE 204  
ST. PETERSBURG, FL 33701

SUBJECT: ROSIER, JONES ASSOCIATES, INC.  
Ref. Number: V13297

We have received your document for ROSIER, JONES ASSOCIATES, INC. and check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The articles of merger you submitted were prepared in compliance with section 607.1109, Florida Statutes. Articles of Merger between two or more domestic profit corporations are filed pursuant to section 607.1105, Florida Statutes. Enclosed is a form for your convenience.

Minutes are not acceptable changes to the corporation must be noted in the Articles of Merger.

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) 245-6905.

Thelma Lewis  
Corporate Specialist Supervisor

Letter Number: 502A00004026

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**ARTICLES OF MERGER  
Merger Sheet**

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**MERGING:**

**ROSIER, JONES ASSOCIATES, INC., a Florida entity, V13297.**

**MILLENNIUM DEVELOPMENT CORPORATION, a Florida entity,  
P97000071413.**

**INTO**

**THE ROSIER ALLIANCE INC., a Florida entity, P02000008093**

File date: February 14, 2002

Corporate Specialist: Thelma Lewis

# 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:

<u>Name</u>	<u>Jurisdiction</u>
<u>The Rosier Alliance, Inc.</u>	<u>Florida</u>

FILED  
02 FEB 14 PM 12:15  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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

<u>Name</u>	<u>Jurisdiction</u>
<u>Rosier Jones Associates, Inc.</u>	<u>Florida</u>
<u>Millennium Development Corporation</u>	<u>Florida</u>
_____	_____
_____	_____
_____	_____

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 01 / 30 / 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 January 01, 2002.

The Plan of Merger was adopted by the board of directors of the surviving corporation on \_\_\_\_\_ 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 December 31, 2001.

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)



# 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:

<u>Name</u>	<u>Jurisdiction</u>
<u>The Rosen-Alliance Inc.</u>	<u>Florida</u>

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

<u>Name</u>	<u>Jurisdiction</u>
<u>Rosen/Jones Associates Inc.</u>	<u>Florida</u>
<u>Millennium Development Corporation</u>	<u>Florida</u>
_____	_____
_____	_____
_____	_____

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

Merger approved by shareholders on December 31, ~~2002~~ 2001 <sup>WR</sup>

**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:

~~to exchange for <sup>WR</sup> stock~~ The surviving corporation will acquire <sup>fall</sup> stock/shares of each of the merging corporations.

THE FOLLOWING MAY BE SET FORTH IF APPLICABLE:

Amendments to the articles of incorporation of the surviving corporation are indicated below or attached as an exhibit:

NA

OR

Restated articles are attached: NA

Other provisions relating to the merger are as follows: NA