

P02000013304

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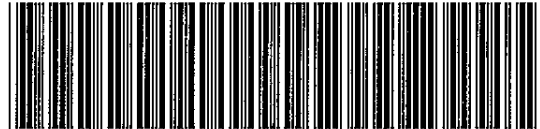
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DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

Almean Holdings Inc

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TALLAHASSEE, FLORIDA

- ☐ Art of Inc. File_____
- ☐ LTD Partnership File_____
- ☐ Foreign Corp. File_____
- ☐ L.C. File_____
- ☐ Fictitious Name File_____
- ☒ Trade/Service Mark_____
- ☐ Merger File_____
- ☐ Art. of Amend. File_____
- ☐ RA Resignation_____
- ☐ Dissolution / Withdrawal_____
- ☐ Annual Report / Reinstatement_____
- ☐ Cert. Copy_____
- ☐ Photo Copy_____
- ☐ Certificate of Good Standing_____
- ☐ Certificate of Status_____
- ☐ Certificate of Fictitious Name_____
- ☐ Corp Record Search_____
- ☐ Officer Search_____
- ☐ Fictitious Search_____
- ☐ Fictitious Owner Search_____
- ☐ Vehicle Search_____
- ☐ Driving Record_____
- ☐ UCC 1 or 3 File_____
- ☐ UCC 11 Search_____
- ☐ UCC 11 Retrieval_____
- ☐ Courier_____

Signature _____

Requested by: SW 2/9

Name _____ Date _____ Time _____

Walk-In _____ Will Pick Up _____

**ARTICLES OF MERGER OF
ALINEAN, L.L.C. WITH AND INTO
ALINEAN HOLDINGS, INC.**

Pursuant to the provisions of Section 607.1104 of the Florida Statutes, the undersigned entities hereby adopt the following Articles of Merger:

ARTICLE I - PLAN OF MERGER

The Plan of Merger of ALINEAN, L.L.C., a Florida limited liability company (whose street address is 13501 Ingenuity Drive, Suite 212, Orlando, Florida 32826, Tax Identification Number: 68-0488473, Florida Document Number: L01000013248), with and into ALINEAN HOLDINGS, INC., a Florida corporation, with ALINEAN HOLDINGS, INC. (whose street address is 13501 Ingenuity Drive, Suite 212, Orlando, Florida 32826, Tax Identification Number: 68-0488473, Florida Document Number: P02000013304) being the surviving corporation, is set forth on Exhibit "A" attached hereto and made a part hereof.

ARTICLE II - ADOPTION OF PLAN OF MERGER

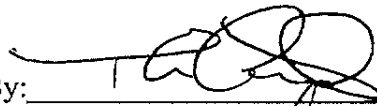
The Plan of Merger was approved by the Board of Directors of ALINEAN HOLDINGS, INC. by written consent as of January 12, 2004 and no vote by its shareholders was required.. The Plan of Merger was approved by the Managers of ALINEAN, L.L.C. by written consent as of January 12, 2004. Because ALINEAN HOLDINGS, INC. is the holder of all of the membership interests in ALINEAN, L.L.C. no notification is required to be given to shareholders of ALINEAN, L.L.C.

ARTICLE III - EFFECTIVE DATE OF MERGER

The effective date of the Merger shall be as of the date of filing of the Articles of Merger with the Secretary of State of the State of Florida.

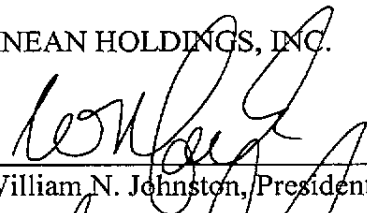
DATED as of February 5, 2004.

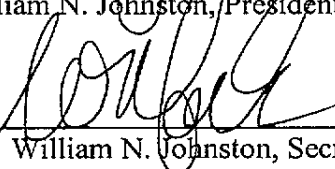
ALINEAN, L.L.C.

By: 
Thomas Pisello, Manager

And By: 
William N. Johnston, Manager

ALINEAN HOLDINGS, INC.

By: 
William N. Johnston, President

Attest: 
William N. Johnston, Secretary

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EXHIBIT "A"

PLAN OF MERGER OF ALINEAN, L.L.C. WITH AND INTO ALINEAN HOLDINGS, INC.

1. ALINEAN, L.L.C., a Florida limited liability company, shall merge with and into ALINEAN HOLDINGS, INC., a Florida corporation, with ALINEAN HOLDINGS, INC. as the surviving corporation. ALINEAN, L.L.C. is a wholly-owned subsidiary of ALINEAN HOLDINGS, INC.

2. Upon the consummation of the merger of ALINEAN, L.L.C. with and into ALINEAN HOLDINGS, INC., the separate existence of ALINEAN, L.L.C. shall cease. ALINEAN HOLDINGS, INC., as the surviving corporation, shall continue to exist by virtue of the laws of the State of Florida. The title to all property of every description, whether real or personal, and all interests, rights, privileges, powers and franchises of ALINEAN HOLDINGS, INC. shall not be affected by the merger and upon the merger, ALINEAN HOLDINGS, INC., without further act or deed and without reversion or impairment, shall own and possess all the property of every description, real or personal, and all interests, rights, privileges, powers and franchises of ALINEAN, L.L.C. prior to the merger as provided in §607.1106 and §608.4383 of the Florida Statutes. Further, as provided in §607.1106 and §608.4383 of the Florida Statutes, all rights of creditors and any person or persons dealing with ALINEAN, L.L.C. shall be preserved and remain unimpaired by the merger, all liens upon the properties of ALINEAN, L.L.C. shall be preserved and remain unimpaired by the merger, and all debts, liabilities, obligations and duties of ALINEAN, L.L.C. shall henceforth attach to ALINEAN HOLDINGS, INC. and may be enforced against ALINEAN HOLDINGS, INC. to the same extent as if such obligations and duties has been incurred by ALINEAN HOLDINGS, INC.. Additionally, any existing claim or action or proceeding pending by or against ALINEAN, L.L.C. or ALINEAN HOLDINGS, INC. may be continued as if the merger did not occur or ALINEAN HOLDINGS, INC. may be substituted in such proceedings for ALINEAN, L.L.C.

3. Because ALINEAN HOLDINGS, INC. is the holder of all of the membership interests of ALINEAN, L.L.C., it is not necessary for any conversion of the membership interests of ALINEAN, L.L.C., into shares of ALINEAN HOLDINGS, INC.

4. The Articles of Incorporation of ALINEAN HOLDINGS, INC. in effect at the time of the merger shall remain unchanged as a result of the merger and shall continue as the Articles of Incorporation of ALINEAN HOLDINGS, INC.

5. The effective date of the merger shall be as of the date of filing of the Articles of Merger with the Secretary of State of the State of Florida.