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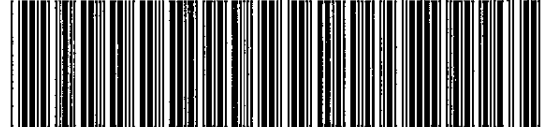
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DIVISION OF REGISTRATION

C. Coulliette OCT 31 2002

Charter Number Only

VALIDATION ONLY

Dooley & Tarver, P.A.

Requestor's Name

2701 S. Bayshore DR #300

Address

Miami, Florida 33133

City

State

ZIP

Phone

CORPORATION(S) NAME

Dooley, Tarver & Frederick,
P.A.

☐ Profit

☐ NonProfit

☐ Amendment

☒ Merger

☐ Foreign

☐ Dissolution

☐ Mark

☐ Limited Partnership

☐ Annual Report

☐ Other

☐ Reinstatement

☐ Reservation

☐ Change of Registered Agent

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W.P. Verifier



Empire Toll Free: 1-800-432-3028

ARTICLES OF MERGER
Merger Sheet

MERGING: -----

DOOLEY & TARVER, P.A., a Florida corporation, P01000015583

INTO

DOOLEY, TARVER & FREDERICK, P.A., a Florida entity, P02000041436.

File date: October 31, 2002

Corporate Specialist: Cheryl Coulliette



FLORIDA DEPARTMENT OF STATE
Jim Smith
Secretary of State

October 28, 2002

EMPIRE

TALLAHASSEE, FL

SUBJECT: DOOLEY, TARVER & FREDERICK, P.A.
Ref. Number: P02000041436

We have received your document for DOOLEY, TARVER & FREDERICK, P.A. 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):

You need to remove the name of the surviving corporation from the area you are listing the merging corporation since it is not merging, it is surviving.

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) 245-6903.

Cheryl Coulliette
Document Specialist

Letter Number: 902A00059181

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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

ARTICLES OF MERGER
(Profit Corporations)

FILED
2002 OCT 31 AM 10:57
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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 is:

<u>Name</u>	<u>Jurisdiction</u>
DOOLEY, TARVER & FREDERICK, P.A. (P02000041436)	Florida

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

<u>Name</u>	<u>Jurisdiction</u>
DOOLEY & TARVER, P.A. (P01000015583)	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.

Fifth: Adoption of Merger by **surviving** corporation:

The Plan of Merger was adopted by the shareholders of the surviving corporation on October 20, 2002.

Sixth: Adoption of Merger by **merging** corporation:

The Plan of Merger was adopted by the shareholders of the merging corporation on October 20, 2002.

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 is:

<u>Name</u>	<u>Jurisdiction</u>
DOOLEY, TARVER & FREDERICK, P.A. (P02000041436)	Florida

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

<u>Name</u>	<u>Jurisdiction</u>
DOOLEY & TARVER, P.A. (P01000015583)	Florida

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

See attached Exhibit 1.

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:

The manner and basis of exchanging and converting the issued stock is as follows: Each shareholder of the Merged Corporation shall surrender his or her stock certificate representing the issued and outstanding stock of the Merged Corporation. In exchange, stock certificates shall be issued by the Surviving Corporation to each such shareholder for a like number of shares of the Surviving Corporation.

EXHIBIT 1

Third: On the effective date of the Merger:

- (1) The stock of the constituent corporations shall be exchanged as described below.
- (2) The separate corporate existence of Dooley & Tarver, P.A. (Fla. Doc. No. P01000015583, hereinafter referred to as the "Merged Corporation") shall terminate and cease.
- (3) The separate corporate existence of Dooley, Tarver & Frederick, P.A. (Fla. Doc. No. P02000041436, hereinafter referred to as the "Surviving Corporation") shall continue in full force and effect. The Surviving Corporation shall become the transferee and owner of all the rights, privileges, franchises, and property, including, but not limited to all of the real and personal property, both tangible and intangible, choses in action, and all such other property without limitation of whatsoever nature or description, without further action, deeds, bills of sale, assignments, or other like instruments, of the Merged Corporation.
- (4) The Surviving Corporation shall become subject to all of the liabilities, obligations and penalties of the Merged Corporation.
- (5) The Articles of Incorporation of the Surviving Corporation shall remain unaffected by the Merger and shall remain in full force and effect in the same form as on the effective date of the merger.
- (6) The bylaws of the Surviving Corporation as in effect on the effective date of the Merger shall remain unaffected by the Merger.

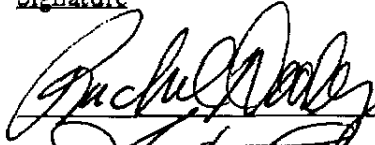

Seventh: SIGNATURES FOR EACH CORPORATION

Name of Corporation

Signature

Typed or Printed Name
of Individual & Title

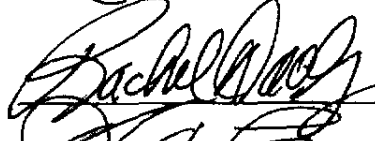

Dooley & Tarver, P.A.
P01000015583

Rachel S. G. Dooley, Director

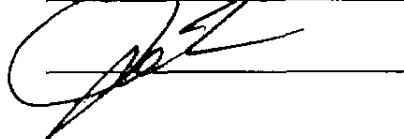
Paige C. Tarver, Director

Dooley, Tarver &
Frederick, P.A.
P02000041436

Rachel S. G. Dooley, Director

Paige C. Tarver, Director



Joseph F. Frederick, III, Director