

P02000053257

INFOTECH MARKETING INC.

1038 S.E. PRINEVILLE STREET
PORT SAINT LUCIE, FLORIDA 34983
(772) 785-8990

600006553856
11/12/02--01129--004 **35.00

June 21, 2002

600006553856--7
-07/22/02--01066--004
*****43.75 *****43.75

Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Dear Sirs:

Please find enclosed the Articles of Merger and the Plan of Merger for Infotech Marketing Inc. (CA) and Infotech Marketing Inc. (FL) along with a check for \$ 43.75. Please process this merger and send me an additional certified copy of the Articles of Merger.

Please feel free to call me at 772-785-8990 if you have any questions.

Very truly yours,

Christopher Woolley

Christopher Woolley

Enclosures

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
02 NOV 12 PM 3:35

Merger

JB

ARTICLES OF MERGER
Merger Sheet

MERGING:

INFOTECH MARKETING, INC., a California corporation not qualified in Florida

INTO

INFOTECH MARKETING, INC., a Florida entity, P02000053257

File date: November 12, 2002

Corporate Specialist: Velma Shepard

9ee12d5800 (1728x2062x2 tiff) [2]

Oct-24-02 03:14pm From: Steven E. Fishman, CPA

T-624 P.02/05 F-686



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

July 29, 2002

CHRISTOPHER WOOLLEY
INFOTECH MARKETING, INC.
1038 S.E. PRINEVILLE STREET
PORT ST. LUCIE, FL 34983

SUBJECT: INFOTECH MARKETING, INC.
Ref. Number: P02000053257

We have received your document for INFOTECH MARKETING, INC. and your check(s) totaling \$43.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The merger submitted was prepared in compliance with section 607.1109 Florida Statutes which provides for mergers between domestic corporations and other business entities as defined in section 607.1108, Florida Statutes. Pursuant to section 607.1108(7), Florida Statutes, any merger consisting solely of the merger of one or more domestic corporations with or into one or more foreign corporations shall be consummated solely in accordance with section 607.1107, Florida Statutes. Section 607.1107, Florida Statutes then refers you to section 607.1105, Florida Statutes. Enclosed is a merger form for your convenience.

The fee to file articles of merger or articles of share exchange is \$35 per party to the merger or share exchange. Certified copies are optional and are \$8.75 for the first 8 pages of the document, and \$1 for each additional page, not to exceed \$52.50.

There is a balance due of \$35.00.

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) 245-6909.

Velma Shepard
Corporate Specialist

Letter Number: 402A00045698

Division of Corporations - P.O. BOX 6327 -Tallahassee, Florida 32314

P-02

Oct-16-02 08:44A

Rec'd 11/12

Infotech Marketing Inc
1038 SE Prineville St.
Port St. Lucie, FL 34983

Infotech Marketing Inc

November 6, 2002

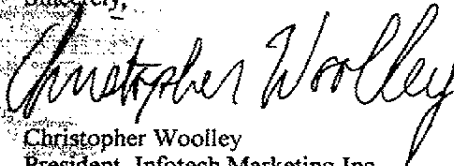
Florida Department of Corporations
Attention: Velma Shepard
PO Box 6327
Tallahassee, FL 32314

Dear Madam:

Please find enclosed with this cover letter the required documentation regarding the merger of Infotech Marketing Inc, a California corporation to Infotech Marketing Inc, a Florida Corporation, your reference number P02000053257.

Also enclosed is a check for the amount of \$35.00 for the merger exchange.

Sincerely,



Christopher Woolley
President, Infotech Marketing Inc.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
02 NOV 12 PM 3:35

9ae12d5800 (1728x2070x2 tiff) [3]

Oct-24-02 03:35pm From: Steven E. Fishman, CPA

T-624 P.03/05 F-688

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:

Name Jurisdiction

Infotech Marketing, Inc. Florida

Christopher Worley

Second: The name and jurisdiction of each merging corporation:

Name Jurisdiction

Infotech Marketing, Inc. California

Christopher Worley

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 June 4th, 2002

Sixth: Adoption of Merger by merging corporation(s)

The Plan of Merger was adopted by the shareholders of the merging corporation(s) on June 4th, 2002

(Attach additional sheets if necessary)

T-824 P.04/08 F-888

Seventh: SIGNATURES FOR EACH CORPORATION

Name of Corporation

Signature

Typed or Printed Name of Individual & Title

InfoTech Marketing, Inc. (FL)

Christopher Woolley, President

Infotech Marketing, Inc. (CA)

Christopher Woolley, President

Christopher W. W.

9ae12d5800 (1728x2072x2 tiff) [5]

Oct-24-02 03:35pm From: Steven E. Fishman, CPA

T-624 P.05/05 F-686

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:

<u>Name</u>	<u>Jurisdiction</u>
Infotech Marketing, Inc.,	Florida

Christopher Woolley

Second: The name and jurisdiction of each merging corporation:

<u>Name</u>	<u>Jurisdiction</u>
Infotech Marketing, Inc.	California
_____	_____
_____	_____
_____	_____
_____	_____

Christopher Woolley

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

The merging corporation will be merged into the surviving corporation at which time the merged corporation will be dissolved.

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:

One share of surviving corporation (Infotech Marketing, Inc. (FL)) for every share of merged Corporation (Infotech Marketing, Inc. (CA))

(Attach additional sheets if necessary)