# P0200065429

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### LAW OFFICE OF VICTOR G. SANTIAGO 9040 TOWN CENTER PARKWAY SUITE 109 LAKEWOOD RANCH, FLORIDA 34202

TELEPHONE ------(941) 552-5665 FACSIMILE ------(941) 552-5670

September 28, 2004

### VIA UPS OVERNIGHT DELIVERY

Amendment Section Division of Corporations 409 E. Gaines Street Tallahassee, Florida 32399

RE: FINDIT, INC., f/k/a FIND FLORIDA, INC.

Enclosed please find Articles of Merger for the above referenced corporation, which is the surviving corporation. The merging corporation is FINDIT.COM, INC., a Florida corporation. Also enclosed please find a check in the amount of \$70.00 for the filing fee.

Please return all correspondence concerning this matter to the following:

Victor G. Santiago, Esq. The Law Office of Victor G. Santiago 9040 Town Center Parkway, Suite 109 Lakewood Ranch, Florida 34202

For further information concerning this matter, please call Victor G. Santiago, Esq. at (941) 552-5665.

Sincerely,

Victor G. Santiag

VGS/mmi Enclosures

### ARTICLES OF MERGER of FINDIT.COM, INC., a Florida corporation into FINDIT, INC., a Florida corporation



The following articles of merger are submitted in accordance with the Florida Business Corporation Act, pursuant to section 607.1105, Florida Statutes.

First: The name and jurisdiction of the <u>surviving</u> corporation:

Name Jurisdiction Document Number

FINDIT, INC. FLORIDA P02000065429

**Second**: The name and jurisdiction of each <u>merging</u> corporation:

Name <u>Jurisdiction</u> <u>Document Number</u>

FINDIT.COM, INC. FLORIDA P98000078904

Third: The Plan of Merger is attached. Under the Plan of Merger, all issued and outstanding shares of FINDIT.COM, INC., will be acquired by means of a merger of FINDIT.COM, INC., into FINDIT, INC., the surviving corporation.

**Fourth:** The merger shall become effective on October 1, 2004.

**Fifth:** Adoption of Merger by <u>surviving</u> corporation. The Plan of Merger was adopted by the shareholders of the surviving corporation on September 24, 2004.

**Sixth**: Adoption of Merger by <u>merging</u> corporation. The Plan of Merger was adopted by the shareholders of the merging corporation September 24, 2004.

Seventh: SIGNATURES FOR EACH CORPORATION

Name of Corporation

Signature

Typed or Printed Name of Individual & Title

FINDIT, INC.

ALAN GORDON, President

FINDIT.COM, INC.

ALAN GORDON, President

## PLAN OF MERGER of FINDIT.COM, INC., a Florida corporation Into FINDIT, INC., a Florida corporation

The following plan of merger is submitted in compliance with section 607.1101, Florida Statutes.

First: the name and jurisdiction of the <u>surviving</u> corporation hereafter referred to as "Surviving Corporation":

Name Jurisdiction
FINDIT, INC. FLORIDA

**Second**: the name and jurisdiction of the <u>merging</u> corporation hereafter referred to as "Merging Corporation":

<u>Name</u> <u>Jurisdiction</u>

FINDIT.COM, INC. FLORIDA

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

The Surviving Corporation shall issue its shares as described below such that the identity and percentage ownership of the shareholders in the issued shares of the Surviving Corporation will be identical to the identity and percentage ownership of the shareholders in the Merging Corporation.

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 in to 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:

Each share of the Merging Corporation's common stock which is issued and outstanding at that time shall without more be converted into and exchanged for 12,000 shares of the common stock of the Surviving Corporation in accordance with this plan. Each share of common stock in the Surviving Corporation which was issued and outstanding prior to the Effective Date shall be surrendered by such shareholders to the Surviving Corporation and redeemed by the Surviving Corporation.

Fifth: All shares of the Surviving Corporation's stock into which shares of the Merging Corporation's stock shall have been converted and become exchangeable for under this Plan shall be deemed to have been paid in full satisfaction of such converted shares.

Sixth: On the Effective Date, the separate existence of Merging Corporation shall cease, and Surviving Corporation shall be fully vested in Merging Corporation's rights, privileges, immunities, powers, and franchises, subject to its restrictions, liabilities, disabilities, and duties, all as more particularly set forth in §607.1106 of the Act.

Seventh: If at any time after the Effective Date, Surviving Corporation shall determine that any further conveyances, agreements, documents, instruments, and assurances or any further action is necessary or desirable to carry out the provisions of this Plan, the appropriate officers of Surviving Corporation or Merging Corporation, as the case may be, whether past or remaining in office, shall execute and deliver, on the request of Surviving Corporation, any and all proper conveyances, agreements, documents, instruments, and assurances and perform all necessary or proper acts, to vest, confirm, or record such title thereto in Surviving Corporation, or to otherwise carry out the provisions of this Plan.

Eighth: Merging Corporation and Surviving Corporation shall cause their respective Presidents to execute Articles of Merger in the form attached to this Agreement and on such execution this Plan shall be deemed incorporated by reference into the Articles of Merger as if fully set forth in such Articles and shall become an exhibit to such Articles of Merger. Thereafter, such Articles of Merger shall be delivered for filing by Surviving Corporation to the Florida Secretary of State. In accordance with §607.1105(1)(b) of the Act, the Articles of Merger shall specify the "Effective Date," which shall be October 1, 2004.