

PD2000069888

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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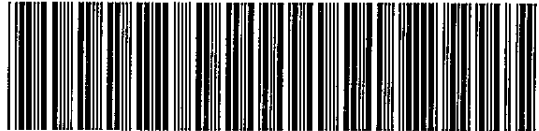
(Business Entity Name)

(Document Number)

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Merger  
To Lewis 3/12/04

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**CHARTERED**  
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GARRET T. BARNES  
ADRON H. WALKER

OF COUNSEL:  
G.H. ZITZELSBERGER

PLEASE RESPOND TO:  
*Main Office*

March 5, 2004

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

**RE: GATOR BABIES, INC., FROG & TURTLE HOLLOW, INC.**

Ladies and Gentlemen:

Please find enclosed:

Articles of Merger  
Check for \$70.00

Thank you for your assistance.

Sincerely,



Jeffrey S. Goethe

## **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.

### **ARTICLE I - SURVIVING CORPORATION**

The name of the surviving corporation and jurisdiction is:

<u>Name</u>	<u>Jurisdiction</u>	<u>Document Number</u>
Frog and Turtle Hollow, Inc.	Florida	P02000069888

### **ARTICLE II - MERGING CORPORATION**

The name and jurisdiction of each merging corporation is:

<u>Name</u>	<u>Jurisdiction</u>	<u>Document Number</u>
Gator Babies, Inc.	Florida	P02000070217

### **ARTICLE III - PLAN OF MERGER**

A plan of merger is attached.

### **ARTICLE IV - EFFECTIVE DATE OF MERGER**

This merger shall become effective on the date the Articles of Merger are filed with the Florida Department of State.

### **ARTICLE V - ADOPTION BY SURVIVING CORPORATION**

This merger was adopted by the shareholders and directors of the surviving corporation on March 1, 2004.


### **ARTICLE VI - ADOPTION BY MERGING CORPORATION**

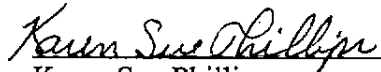
This merger was adopted by the shareholders and directors of the merging corporation on March 1, 2004.


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TALLAHASSEE, FLORIDA

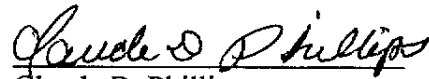
## ARTICLE VII - EXECUTION BY SHAREHOLDERS AND DIRECTORS

The following persons constitute all of the directors and shareholders of the surviving and merging corporations.

  
Karen Sue Phillips  
Director/Shareholder/President  
Gator Babies, Inc.

  
Karen Sue Phillips  
Director/Shareholder/President  
Frog and Turtle Hollow, Inc.

  
Claude D. Phillips  
Director/Vice President  
Gator Babies, Inc.

  
Claude D. Phillips  
Director/Vice President  
Frog and Turtle Hollow, Inc.

Plan of Merger

This plan of merger is submitted in accordance with section 607.1101, Florida Statutes.

1. The name of the surviving corporation and jurisdiction is:

<u>Name</u>	<u>Jurisdiction</u>	<u>Document Number</u>
Frog and Turtle Hollow, Inc.	Florida	P02000069888

2. The name and jurisdiction of each merging corporation is:

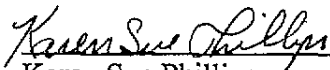
<u>Name</u>	<u>Jurisdiction</u>	<u>Document Number</u>
Gator Babies, Inc.	Florida	P02000070217

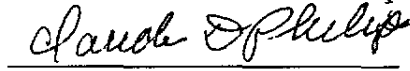
3. The terms and conditions of the merger are as follows:

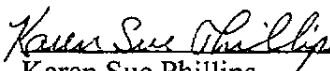
- A. The merging corporation shall transfer all assets, including personal property, trademark rights, contractual rights, and any other assets owned by the merging corporation.
- B. The surviving corporation shall assume all existing liabilities of the merging corporation
- C. The surviving corporation shall forgive the indebtedness due from the merging corporation, and shall pay no additional corporation.

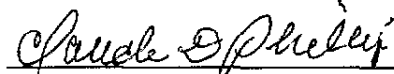
4. As the surviving corporation and the merging corporation have the same shareholders, the shares in the merging corporation shall be canceled. The ownership and further transfer and regulation of shares in the surviving corporation shall not be affected by the merger.

5. This merger shall be effective upon filing with the Florida Department of State.

  
Karen Sue Phillips  
Director/Shareholder/President  
Gator Babies, Inc.

  
Claude D. Phillips  
Director/Vice President  
Gator Babies, Inc.

  
Karen Sue Phillips  
Director/Shareholder/President  
Frog and Turtle Hollow, Inc.

  
Claude D. Phillips  
Director/Vice President  
Frog and Turtle Hollow, Inc.