

May-06-2008 02:09pm

From: RUDEN, MCCLOSKEY, SMITH, SCHUSTER & RUSSELL, P.A.

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MERGER OR SHARE EXCHANGE

Jacobson Stores, Inc.

Certificate of Status	1
Certified Copy	1
Page Count	04
Estimated Charge	\$87.50

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**ARTICLES OF MERGER
OF
JACOBSONSONLINE.COM, INC.
(a Florida corporation)
WITH AND INTO
JACOBSON STORES, INC.
(a Florida corporation)**

FILED
2008 MAY -6 PM 2:54
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

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 JACOBSON STORES, INC., a Florida corporation, document number P03000149368 (the "Surviving Corporation").

SECOND: The name and jurisdiction of the merging corporation is JACOBSONSONLINE.COM, INC., a Florida corporation, document number P03000149348 (the "Terminating Corporation").

THIRD: The Plan of Merger is attached hereto as Exhibit A.

FOURTH: The merger shall become effective on April 30, 2008.

FIFTH: The Plan of Merger was adopted by written consent of the board of directors and the shareholders of the Surviving Corporation as of April 30, 2008.

SIXTH: The Plan of Merger was adopted by written consent of the board of directors and the shareholders of the Terminating Company as of April 30, 2008.

IN WITNESS WHEREOF, the undersigned have executed these Articles of Merger on the 30th day of April, 2008.

JACOBSON STORES, INC.

By: Tamara L. Giaimo
Tamara L. Giaimo, President

JACOBSONSONLINE.COM, INC.

By: Tamara L. Giaimo
Tamara L. Giaimo, President

EXHIBIT A

**PLAN OF MERGER
OF
JACOBSONSONLINE.COM, INC.
(a Florida corporation)
WITH AND INTO
JACOBSON STORES, INC.
(a Florida corporation)**

The following Plan of Merger is submitted in compliance with Section 607.1101, F.S.

FIRST: The name and jurisdiction of the surviving corporation is JACOBSON STORES, INC., a Florida corporation (the "Surviving Corporation").

SECOND: The name and jurisdiction of the merging corporation is JACOBSONSONLINE.COM, INC., a Florida corporation (the "Terminating Corporation").

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

1. The Articles of Incorporation of the Surviving Corporation, as in effect immediately prior to the effective date of the merger, shall be the Articles of Incorporation of the Surviving Corporation.

2. The Bylaws of the Surviving Corporation, as in effect immediately prior to the effective date of the merger, will be the Bylaws of the Surviving Corporation and will continue in full force and effect until changed, altered, or amended as therein provided and in the manner prescribed by the provisions of the Business Corporation Act of the State of Florida.

3. The board of directors and officers in office of the Surviving Corporation when the merger becomes effective shall be the board of directors and officers of the Surviving Corporation, all of whom shall continue to hold their directorships and offices until the election and qualification of their respective successor(s) or until their tenure is otherwise terminated in accordance with the Bylaws of the Surviving Corporation or applicable law.

FOURTH: The manner and basis of converting 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:

1. At the effective time of the merger, each share of common stock of the Surviving Corporation issued and outstanding as of the effective time shall thereafter continue to constitute issued and outstanding capital stock of the Surviving Corporation.

2. All shares of the capital stock of the Terminating Corporation issued and outstanding as of the effective time of the merger shall be cancelled and retired and shall cease to exist.

[END OF DOCUMENT]