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*****The survivor's articles of incorporation for MOXIE VIDEO PRODUCTIONS INC was submitted by CSO to the state as a walk in on Monday, Dec. 29th. PLEASE be sure to give this merger a file date of 12/31/2003. Thank you.***

Florida Department of State

Division of Corporations
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From:

Account Name : CORPORATION SERVICE COMPANY
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Phone : (850)521-1000
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MERGER OR SHARE EXCHANGE

MOXIE VIDEO PRODUCTIONS INC

Certificate of Status	0
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03 DEC 31 PM 12:20
DIVISION OF CORPORATIONS

FILED
03 DEC 31 PM 5:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLES OF MERGER
of
MOXIE VIDEO PRODUCTIONS INC
(a New York corporation)
and
MOXIE VIDEO PRODUCTIONS INC
(a Florida corporation)

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

To the Secretary of State
State of Florida

Pursuant to the provisions of the Florida Business Corporation Act, the foreign business corporation and the domestic business corporation herein named do hereby submit the following Articles of Merger:

1. Annexed hereto and made a part hereof is the Plan of Merger for merging MOXIE VIDEO PRODUCTIONS INC, a New York business corporation ("MOXIE-NY") with and into MOXIE VIDEO PRODUCTIONS INC, a Florida business corporation ("MOXIE-FL").
2. The merger of MOXIE-NY with and into MOXIE-FL is permitted by the laws of the jurisdiction of organization of MOXIE-NY and is in compliance with said laws. The date of adoption of the Plan of Merger by the sole shareholder of MOXIE-NY was December 29, 2003.
3. The sole shareholder of MOXIE-FL entitled to vote thereon approved and adopted the aforesaid Plan of Merger by written consent given on December 29, 2003 in accordance with the provisions of Section 607.0704 of the Florida Business Corporation Act.
4. The effective time and date of the merger herein provided for in the State of Florida shall be 5:00 p.m. on December 31, 2003.

Executed on December 29, 2003.

MOXIE VIDEO PRODUCTIONS INC,
a Florida corporation

By: 

Charles Liotta, President

MOXIE VIDEO PRODUCTIONS INC,
a New York corporation

By: 

Charles Liotta, President

PLAN OF MERGER adopted for MOXIE VIDEO PRODUCTIONS INC, a business corporation organized under the laws of the State of New York, by resolution of its sole director on December 29, 2003, and adopted for MOXIE VIDEO PRODUCTIONS INC, a business corporation organized under the laws of the State of Florida, by resolution of its sole director on December 29, 2003. The names of the corporations planning to merge are MOXIE VIDEO PRODUCTIONS INC, a business corporation organized under the laws of the State of New York ("MOXIE-NY"), and MOXIE VIDEO PRODUCTIONS INC, a business corporation organized under the laws of the State of Florida ("MOXIE-FL"). The name of the surviving corporation into which MOXIE-NY plans to merge is MOXIE-FL.

1. MOXIE-NY and MOXIE-FL, shall, pursuant to the provisions of the laws of the State of New York and the provisions of the Florida Business Corporation Act, be merged with and into a single corporation, to wit, MOXIE-FL, which shall be the surviving corporation at the effective time and date of the merger and which is sometimes hereinafter referred to as the "surviving corporation," and which shall continue to exist as said surviving corporation under its present name pursuant to the provisions of the Florida Business Corporation Act. The separate existence of MOXIE-NY, which is sometimes hereinafter referred to as the "non-surviving corporation," shall cease at the effective time and date of the merger in accordance with the laws of the jurisdiction of its organization.

2. The Articles of Incorporation of the surviving corporation at the effective time and date of the merger shall be the Articles of Incorporation of said surviving corporation and said Articles of Incorporation shall continue in full force and effect until amended and changed in the manner prescribed by the provisions of the Florida Business Corporation Act.

3. The present bylaws of the surviving corporation will be the bylaws of said 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 Florida Business Corporation Act.