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Division of Corporations

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MERGER OR SHARE EXCHANGE

AVANCIA RESEARCH, INC.

Certificate of Status	0
Certified Copy	1
Page Count	05
Estimated Charge	\$96.25

\$108.75

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ARTICLES OF MERGER

OF

AVANCIA RESEARCH, LLC, *L02-8034*
a Florida limited liability company

INTO

AVANCIA RESEARCH, INC., *1046280*
a Florida corporation

Pursuant to the provisions of Section 607.1109 and 608.4382 of the Florida, the undersigned entities adopt the following Articles of Merger:

1. The names and addresses of the parties to the merger are:

a. AVANCIA RESEARCH, INC., a Florida corporation (Florida Department of State document number P04000006280) of 1900 N. University Drive, Suite 103, Pembroke Pines, Florida 33024, which shall be the surviving corporation;

b. AVANCIA RESEARCH, LLC. (Florida Department of State document number L02000008634) of 250 Australian Avenue, Suite 500, West Palm Beach, Florida 33401, which shall be merged into AVANCIA RESEARCH, INC.

2. With respect to AVANCIA RESEARCH, INC., as the surviving corporation, there shall be no changes in the Articles of Incorporation to be effected by the merger.

3. As to each of the parties to the merger, the date of adoption of the Plan of Merger by the shareholders and members by unanimous written consent (i) in accordance with the provisions of Section 607.1109 of the Florida Statutes in the case of AVANCIA RESEARCH, INC., and (ii) in accordance with the provisions of Section 608.4382 of the Florida Statutes in the case of AVANCIA RESEARCH, LLC, was January 15, 2004.

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4. The Plan of Merger is attached hereto as Exhibit A and incorporated herein by this reference.

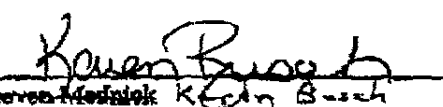
5. These Articles of Merger shall be effective on the date they are filed with the Florida Secretary of State.

6. AVANCIA RESEARCH, INC., as the surviving corporation of this merger, consents to being served with process in Florida in any proceeding for enforcement of any obligation of AVANCIA RESEARCH, LLC, or of any obligation of AVANCIA RESEARCH, INC. arising from or out of the merger.

Executed and subscribed at Pembroke Pines, Florida on January 15, 2004.

AVANCIA RESEARCH, INC.,
a Florida corporation

By: 
Steven Mednick, President

Attest: 
Steven Mednick Karen Busch

AVANCIA RESEARCH, LLC,
a Florida limited liability company

By: 
Steven Mednick

By: 
Karen Busch

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PLAN OF MERGER

The following sets forth the Plan of Merger made as of this 15th day of January, 2004 by and between AVANCIA RESEARCH, LLC, a Florida Limited Liability Company, and AVANCIA RESEARCH, INC., a Florida corporation.

PRELIMINARY STATEMENT

A. AVANCIA RESEARCH, LLC is a limited liability company organized under the laws of the State of Florida on April 9, 2002.

B. AVANCIA RESEARCH, INC. is a corporation incorporated under the laws of the State of Florida on January 5, 2004.

C. The parties to this Plan of Merger have determined to merge AVANCIA RESEARCH, LLC into AVANCIA RESEARCH, INC.

D. The Plan of Merger is permitted under the laws of Florida, meets the requirements of Sections 607.1108 and 608.438, Florida Statutes, and is not prohibited by the articles of organization or operating agreement of AVANCIA RESEARCH, LLC or the articles of incorporation or bylaws of AVANCIA RESEARCH, INC.

E. The undersigned parties have recommended and adopted this Plan of Merger, in accordance with Sections 607.1109 and 608.4381, Florida Statutes, so that the two entities may be merged in accordance with the terms of this Plan.

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TERMS

In consideration of the foregoing and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the undersigned parties establish the following Plan of Merger:

1. Surviving Corporation. AVANCIA RESEARCH, LLC shall be merged into AVANCIA RESEARCH, INC., which shall be the surviving corporate entity. AVANCIA RESEARCH, INC. shall sometimes be referred to herein as the "Surviving Corporation" and AVANCIA RESEARCH, LLC shall sometimes be referred to herein as the "Merged Entity".

2. Terms and Conditions. The Merged Entity shall be merged into the Surviving Corporation. The Surviving Corporation shall succeed to all of the assets, property, rights and business of the Merged Entity, and shall continue and assume liability for the ongoing obligations of the Merged Entity. The Surviving Corporation shall operate the businesses of the Merged Entity.

3. Conversion of Interests.

a. The interests of the members of the Merged Entity shall be converted and exchanged for one thousand (1,000) shares of the common voting stock of the Surviving Corporation, which shares shall be fully paid and nonassessable. All member interests in the Merged Corporation shall cease to exist.

b. No shares of the common voting stock of the Surviving Corporation were issued and outstanding prior to the date of this Plan of Merger.

4. Articles of Incorporation of Surviving Corporation. There shall be no change in the articles of incorporation of the Surviving Corporation as a result of this merger.

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5. Tax Free Merger. The Surviving Corporation and the Merged Entity deem it advisable and in the best interest of each of the parties that this transaction qualify as a tax free merger under the applicable sections of the Internal Revenue Code of 1986, as amended.

AVANCIA RESEARCH, LLC,
a Florida Limited Liability Company

By:

Steven Mednick

By:

Karen Busch

AVANCIA RESEARCH, INC.,
a Florida corporation

By:

Steven Mednick, President

Attest:

Karen Busch

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