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Division of Corporations

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Florida Department of State
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**MERGER OR SHARE EXCHANGE
STEPHANY, INC.**

Certificate of Status	0
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**ARTICLES OF MERGER
OF
LYCHEE LAND, INC.
WITH AND INTO
STEPHANY, INC.**

FILED
2010 AUG 19 PM 3:13
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Stephany, Inc., a Florida corporation ("Stephany"), hereby delivers to the Florida Department of State for filing the following Articles of Merger for the merger of Lychee Land, Inc., a Florida corporation ("Lychee"), with and into Stephany. Stephany shall be the surviving corporation.

1. A true copy of the Plan of Merger is attached hereto as "Exhibit A."
2. The merger shall become effective on the date the Articles of Merger are filed with the Florida Department of State (the "Effective Date").
3. Action by the shareholder of Stephany on this Plan of Merger is not required because the Articles of Incorporation of Stephany will not differ from its Articles before the merger, and each shareholder of Stephany whose shares were outstanding immediately prior to the Effective Date of the merger, will hold the same number of shares with identical designations, preferences, limitations and relative rights immediately after the merger.
4. The foregoing Plan of Merger was:
 - (a) Approved by the board of directors of Stephany by written consent of its director effective as February 01, 2010;
 - (b) Approved by written consent of the shareholder of Stephany, who was entitled to vote on such Merger, effective as of February 01, 2010, even though not legally required;
 - (c) Approved by the board of directors of Lychee and recommended to its shareholder by written consent of its director effective as of February 01, 2010; and
 - (d) Approved by written consent of the shareholder of Lychee, who was entitled to vote on such Merger, effective as of February 01, 2010.

IN WITNESS WHEREOF, these Articles of Merger have been executed and delivered by the constituent corporations as of the Effective Date.

LYCHEE LAND, INC.,
a Florida corporation

By: _____

Luigi Rastrelli
Luigi Rastrelli
Its President

STEPHANY, INC.
a Florida corporation

By: _____

Luigi Rastrelli
Luigi Rastrelli
Its President

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Exhibit A

**PLAN OF MERGER
OF
LYCHEE LAND, INC.
WITH AND INTO
STEPHANY, INC.**

1. The names of the corporations planning to merge are Lychee Land, Inc., a Florida corporation ("Lychee"), and Stephany, Inc., a Florida corporation ("Stephany"). On the Effective Date of the Merger, subject to and upon the terms and conditions of this Plan of Merger (the "Plan") and in accordance with §§607.1101 et seq. of the Florida Business Corporation Act (the "Act"), Lychee will be merged with and into Stephany, and the separate corporate existence of Lychee will cease and Stephany will continue as the surviving corporation (the "Merger").

2. The Merger shall be effective on the date the Articles of Merger are filed with the Florida Department of State (the "Effective Date").

3. On the Effective Date of the Merger, the effect of such Merger will be as provided in this Plan and the applicable provisions of the Act. Without limiting the generality of the foregoing, on the Effective Date of the Merger, all properties, rights, privileges and powers of Lychee will vest in Stephany, as the surviving corporation, and all liabilities and obligations of Lychee will become the liabilities and obligations of Stephany, as the surviving corporation.

4. The Articles of Incorporation and the Bylaws of Stephany, as the surviving corporation in such Merger, will not differ from its Articles of Incorporation and Bylaws in effect immediately prior to the Effective Date of the Merger.

5. Each person who is a director or officer of Stephany immediately prior to the Effective Date of each Merger will continue to be a director or officer of Stephany, the surviving corporation in such Merger, from and after the Effective Date of such Merger and will serve in such capacity until his respective successor is duly elected or appointed, or until his death, resignation or removal.

6. On the Effective Date of the Merger, by virtue of such Merger and without any action on the part of any shareholder of Lychee, each share of common stock of Lychee, issued and outstanding immediately prior to the Effective Date of such Merger, will be canceled without payment of consideration of any kind therefor, and no shareholder of Lychee, by virtue of such Merger, shall have the right to acquire shares, obligations or other securities in Stephany.

7. Each shareholder of Stephany, whose shares were issued and outstanding immediately prior to the Effective Date of the Merger, will hold the same number of shares, with identical designations, preferences, limitations, and relative rights, immediately after the Merger.

8. This Plan has been submitted to and approved by the shareholder and director of Lychee.

9. This Plan has been submitted to and approved by the shareholder and director of Stephany, even though action by the shareholder of Stephany on this Plan is not required because the Articles of Incorporation of Stephany will not differ from its Articles before the merger, and each shareholder of Stephany, whose shares were outstanding immediately prior

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to the Effective Date of the Merger, will hold the same number of shares with identical designations, preferences, limitations and relative rights immediately after the Merger.

10. The board of directors of each constituent corporation is hereby authorized to amend this Plan at any Date prior to the Effective Date of the Merger, to the extent permitted by law.

11. There are no other terms or conditions to the merger.