

P04000084597

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*Merger  
T. Lewis*

FILED  
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## ARTICLES OF MERGER

The following Articles of Merger are being submitted in accordance with Florida Statutes, Sections 607.1109 and 607.0120 and South Carolina Code, Section 33-11-105.

**1. Names and Addresses of Merging Parties.** The exact names, street addresses of principal offices, jurisdictions, and entity types for each merging party are as follows:

| <u>Name and Street Address</u>                                | <u>Jurisdiction</u> | <u>Entity Type</u> |
|---|---------------------|--------------------|
| PDP Services, Inc.<br>33 Normandy Rd.<br>Greenville, SC 29615 | South Carolina      | Corporation        |

EIN: 57-1048381

**2. Name and Address of Surviving Party.** The exact name, street address of its principal office, jurisdiction, and entity type of the surviving party are as follows:

| <u>Name and Street Address</u>                                       | <u>Jurisdiction</u> | <u>Entity Type</u> |
|--|---------------------|--------------------|
| PDP Services, Inc.<br>618 Master Way<br>Palm Beach Gardens, FL 33418 | Florida             | Corporation        |

EIN: Same as #1 above upon effective date of the merger.  
Florida Document/Registration No: P04000084597

**3. Plan of Merger.** The attached Plan of Merger (Exhibit A) meets the requirements of Florida Statutes, Section 607.1103 and the South Carolina Code, Section 33-11-101(b) and was approved by the board of directors and sole shareholder of the Florida corporation (the "surviving party") to the merger and by the board of directors and sole shareholder of the South Carolina corporation (the "merged party") of the merger in accordance with Florida Statutes, Chapter 607 and the South Carolina Code, Chapter 11.

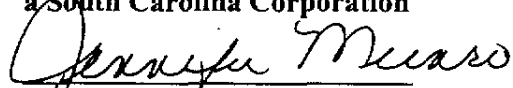
**4. Shareholder Approval.** The Plan of Merger was duly approved by shareholders of the corporation owning all of the issued and outstanding shares of the corporation.

| Voting Group | Number of Outstanding Shares | Number of Votes Entitled To Be Cast | Number of Votes Represented at Meeting | Number of Undisputed Shares Cast for Merger |
|--------------|------------------------------|-------------------------------------|--|---|
| Common       | 1,000                        | 1,000                               | 1,000                                  | 1,000                                       |

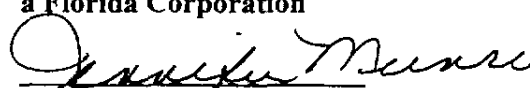
5. **Governing Law.** The merger is permitted under the laws of Florida and South Carolina and is not prohibited by the regulations or articles of incorporation of the surviving party or the merged party.

6. **Effective Date.** This merger will be effective as of the date the Articles of Merger are filed with Florida Department of State.

**PDP Services, Inc.,  
a South Carolina Corporation**

  
By: Jennifer Munro  
Its: President

**PDP Services, Inc.,  
a Florida Corporation**

  
By: Jennifer Munro  
Its: President

**EXHIBIT A**

**PLAN OF MERGER**

The following plan of merger, which was adopted and approved by each party to the merger in accordance with Florida Statutes, Sections 607.1101 and 607.1103 and South Carolina Code, Sections 33-11-101 and 33-11-103, is being submitted in accordance with Florida Statutes, Section 607.1108 and South Carolina Code, Section 33-11-105.

**FIRST:** The exact name and jurisdiction of each **merging** party are as follows:

| <u>Name</u>        | <u>Jurisdiction</u> |
|--------------------|---------------------|
| PDP Services, Inc. | South Carolina      |

**SECOND:** The exact name and jurisdiction of the **surviving** party are as follows:

| <u>Name</u>        | <u>Jurisdiction</u> |
|--------------------|---------------------|
| PDP Services, Inc. | Florida             |

**THIRD:** The terms and conditions of the merger are as follows: Upon the effective date of the merger, the merging party shall be merged into the surviving party with the effects set forth and described in Florida Statutes, Section 607.1101 and South Carolina Code, Section 33-11-106.

**FOURTH:**

- A. The manner and basis of converting the shares of the merged party into the interests of the survivor are as follows: Since the sole shareholder and board of directors of the surviving entity are also the sole shareholder and board of directors of the merged entity, and there are no other owners of securities of either entity, the shares of the merged entity will be cancelled on the effective date of the merger.
- B. There are no rights to acquire interests, shares, obligations, or other securities of the merged party.

**FIFTH:** The surviving entity is a Florida corporation and it is to be directed by a President whose name and address are as follows:

Jennifer Munro  
618 Master Way  
Palm Beach Gardens, FL 33418