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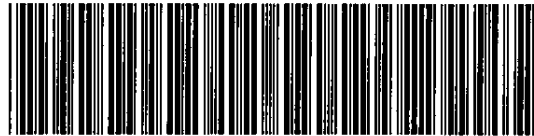
(Business Entity Name)

(Document Number)

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07 JUN -1 PM 3:06
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

merge N/C SP

SILVIS, AMBROSE & LINDQUIST, P.C.

*DOUGLAS K. SILVIS, J.D.

*CHRIS E. AMBROSE, J.D.

**BENJAMIN L. LINDQUIST, J.D.

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P.O. Box 1557

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THOMASVILLE, GEORGIA 31799

May 31, 2007

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Florida Secretary of State
Merger Division, Div. of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32314

Re: Merger between Trucks and Trails Distribution, Inc., a Georgia Profit Corporation, and
Thomasville Trucks and Trails, Inc., a Florida Profit Corporation
Our File No.: 4843.6

To Whom It May Concern:

Pursuant to applicable Florida statutes, enclosed please find originals of the following merger documents to be filed with the Division of Corporations of the Secretary of State of Florida, the jurisdiction of the surviving corporation:

1. Articles of Merger of Thomasville Trucks and Trails, Etc., attaching:

1.a. Exhibit A, Plan of Merger of Trucks and Trails Distribution, Inc. Merging Into Thomasville Trucks and Trails, Inc., which is renamed Trucks and Trails, Inc., all in accordance with applicable Georgia and Florida statutes; and

1.b Amendment to Articles of Incorporation of Thomasville Trucks and Trails, Inc.

2. Our business check no. 12214 in the amount of \$70.00 for filing same.

Also enclosed for filing is the original Amendment to Articles of Incorporation of Thomasville Trucks and Trails, Inc., along with our business check no. 12215 for \$35.00 for filing the Amendment.

A copy of all relevant documents have been filed with the Secretary of State of Georgia.

Thank you for your cooperation.

Sincerely yours,

SILVIS, AMBROSE & LINDQUIST, P.C.

By:


Douglas K. Silvis, Florida Bar No. 184256

Enclosures as stated above

cc: Thomasville Trucks and Trails, Inc.

**ARTICLES OF MERGER
OF
THOMASVILLE TRUCKS AND TRAILS, INC.**

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07 JUN -1 PM 3:06
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

A Voluntary Merger Between TRUCKS AND TRAILS DISTRIBUTION, INC., A Georgia Profit Corporation Merging Into THOMASVILLE TRUCKS AND TRAILS, INC., A Florida Profit Corporation, Pursuant To The PLAN OF MERGER (Attached Hereto As Exhibit "A"), With THOMASVILLE TRUCKS AND TRAILS, INC., Being The Surviving Corporation, Which Surviving Corporation Will Be Renamed TRUCKS AND TRAILS, INC., Pursuant To The ARTICLES OF AMENDMENT Filed Herewith.

ARTICLE ONE

TRUCKS AND TRAILS DISTRIBUTION, INC., was and is merged into **THOMASVILLE TRUCKS AND TRAILS, INC.**, according to the Plan of Merger (attached hereto as Exhibit "A"), with **THOMASVILLE TRUCKS AND TRAILS, INC.**, being the surviving corporation, domiciled in the State of Florida, but authorized to conduct business in the State of Georgia, with the name being changed to **TRUCKS AND TRAILS, INC.**, a Florida corporation authorized to conduct business in Georgia, as further provided below.

ARTICLE TWO

Pursuant to the requirement of §§ 607.1103, 607.1105, Fla. Stat., and in accordance with O.C.G.A. § 14-2-1105, the Board of Directors unanimously recommended and the shareholders of **THOMASVILLE TRUCKS AND TRAILS, INC.**, unanimously approved the Plan of Merger on the 31st day of May, 2007, which Plan of Merger was executed as of the date of shareholder approval of the same, and is attached hereto. Accordingly, the Plan of Merger was duly approved by all interested parties.

ARTICLE THREE

Pursuant to the requirement of §§ 607.1103, 607.1105, Fla. Stat., and in accordance with O.C.G.A. §§ 14-2-1101, 14-2-1105, the shareholders of **TRUCKS AND TRAILS DISTRIBUTION, INC.**, a shareholder governed Georgia corporation with no Board of Directors, unanimously approved the Plan of Merger on the 31st day of May, 2007, which Plan of Merger was executed as of the date of shareholder approval of the same, and is attached hereto. Accordingly, the Plan of Merger was duly approved by all interested parties.

ARTICLE FOUR

The Plan of Merger between **TRUCKS AND TRAILS DISTRIBUTION, INC.**, and **THOMASVILLE TRUCKS AND TRAILS, INC.**, with **THOMASVILLE TRUCKS AND**

TRAILS, INC., being the surviving corporation shall take effect as of the **1st day of June, 2007**.

ARTICLE FIVE

The name of the surviving Florida profit corporation is **TRUCKS AND TRAILS, INC., THOMASVILLE TRUCKS AND TRAILS, INC.**, being renamed pursuant to the Amendment to the Articles of Incorporation of Thomasville Trucks and Trails, Inc. filed herewith (attached hereto as Exhibit "B").

ARTICLE SIX

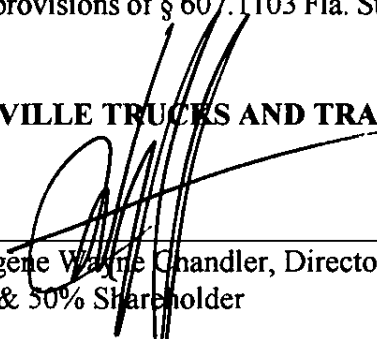
There are no governing agreements pertaining to the merger other than those contained in the Plan of Merger.


ARTICLE SEVEN

In accordance with the requirements of § 607.1105 Fla. Stat. and O.C.G.A. §14-2-1105, **THOMASVILLE TRUCKS AND TRAILS, INC.** has caused these Articles of Merger to be submitted for filing with the Florida Department of State, Division of Corporations and with the Secretary of State of the State of Georgia, as of the date of the execution of the same.

IN WITNESS WHEREOF, **THOMASVILLE TRUCKS AND TRAILS, INC.** has caused these Articles of Merger to be executed by its only two (2) Board of Directors, who are the only two (2) shareholders in the Corporation, Eugene Wayne Chandler, Director and President, and Brent D. Moore, Director and Vice-President, pursuant to the provisions of § 607.1103 Fla. Stat., this 31st day of May, 2007.

For **THOMASVILLE TRUCKS AND TRAILS, INC.:**

By: 
Eugene Wayne Chandler, Director, President
& 50% Shareholder

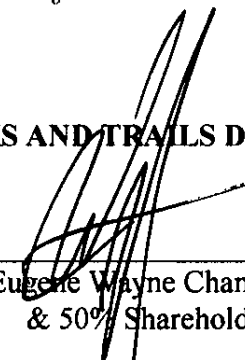
By: 
Brent D. Moore, Director, Vice-President
& 50 % Shareholder

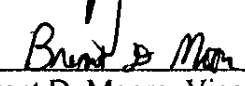
(Corporate Seal Affixed)



IN WITNESS WHEREOF, **TRUCKS AND TRAILS DISTRIBUTION, INC.** consents to these Articles of Merger as evidenced by the signatures of the only two (2) officers and shareholders of the Corporation, Eugene Wayne Chandler, President, and Brent D. Moore, Vice-President, Secretary and Treasurer pursuant to the provisions of § 607.1103 Fla. Stat. and O.C.G.A. § 14-2-1101 this 31st day of May, 2007.

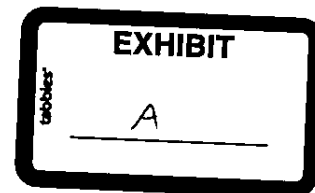
For **TRUCKS AND TRAILS DISTRIBUTION, INC.:**

By: 
Eugene Wayne Chandler, President
& 50% Shareholder

By: 
Brent D. Moore, Vice-President, Secretary,
Treasurer & 50 % Shareholder

(Corporate Seal Affixed)





**PLAN OF MERGER
TRUCKS AND TRAILS DISTRIBUTION, INC.
MERGING INTO
THOMASVILLE TRUCKS AND TRAILS, INC.
AND RENAMED
TRUCKS AND TRAILS, INC.**

**(Pursuant to Florida Statutes (Fla. Stat.) §§ 607.1101 – 607.1105, 607.1107 and O.C.G.A. §§
14-2-1101 – 14-2-1105, and 14-2-1107)**

**TRUCKS AND TRAILS DISTRIBUTION, INC., a Georgia Profit Corporation Merging
into THOMASVILLE TRUCKS AND TRAILS, INC., a Florida Profit Corporation.**

Pursuant to § 607.1101, Fla. Stat., and O.C.G.A. § 14-2-1101, the following information is provided concerning the Plan of Merger pursuant to which **TRUCKS AND TRAILS DISTRIBUTION, INC.**, will be merged into **THOMASVILLE TRUCKS AND TRAILS, INC.** (hereinafter the "Plan of Merger"), effective June 1, 2007.

ARTICLE ONE

The two corporations planning to merge are **TRUCKS AND TRAILS DISTRIBUTION, INC.**, and **THOMASVILLE TRUCKS AND TRAILS, INC.**, with **THOMASVILLE TRUCKS AND TRAILS, INC.**, being the surviving corporation, which surviving corporation will, pursuant to the Amendment to the Articles of Incorporation of Thomasville Trucks and Trials, Inc., to be executed and filed with the Articles of Merger, be hereafter known as **TRUCKS AND TRAILS, INC.**

ARTICLE TWO

- A.** The Board of Directors of **THOMASVILLE TRUCKS AND TRAILS, INC.** have unanimously approved the merger, and recommended the same to the corporation's shareholders. **THOMASVILLE TRUCKS AND TRAILS, INC.**, has one class of voting membership consisting of two (2) equal shareholders, each of which is also a member of the corporation's Board of Directors. Each of the two (2) shareholders voted in favor of merger, with no shareholder voting against the merger. Included in this number were the two (2) members of the corporation's Board of Directors, each of whom voted in favor of the merger, with no member of the Board of Directors voting against the merger.
- B.** The shareholders of **TRUCKS AND TRAILS DISTRIBUTION, INC.**, have

approved the issue of merger. **TRUCKS AND TRAILS DISTRIBUTION, INC.**, is a shareholder governed corporation, and does not have a Board of Directors. **TRUCKS AND TRAILS DISTRIBUTION, INC.**, has one class of voting membership consisting of two (2) equal shareholders, each of whom voted in favor of the merger, with no shareholders voting against the merger.

- C. There are no other persons, other than the shareholders of **THOMASVILLE TRUCKS AND TRAILS, INC.**, and **TRUCKS AND TRAILS DISTRIBUTION, INC.**, who are required to approve of the merger.

ARTICLE THREE

- A. Pursuant to § 607.1105, Fla. Stat., **THOMASVILLE TRUCKS AND TRAILS, INC.**, shall deliver to the Florida Department of State, Division of Corporations, Articles of Merger, executed by the authorized representatives for each participating corporation, to be filed therewith.
- B. Pursuant to O. C. G. A. § 14-2-1105, **THOMASVILLE TRUCKS AND TRAILS, INC.**, shall deliver to the Georgia Secretary of State, Articles of Merger, executed by the authorized representatives for each participating corporation, to be filed therewith.

ARTICLE FOUR

The effect, terms and conditions of the planned merger are as follows:

- A. The title to all real estate and all other property owned by **TRUCKS AND TRAILS DISTRIBUTION, INC.**, and by **THOMASVILLE TRUCKS AND TRAILS, INC.**, will, upon completion of the merger, be vested in the surviving corporation, **THOMASVILLE TRUCKS AND TRAILS, INC.**, thereafter known as **TRUCKS AND TRAILS, INC.**, pursuant to the Amendment to the Articles of Incorporation of Thomasville Trucks and Trails, Inc. providing for the same, without reversion or impairment but subject to any and all conditions to which said property was subject to prior to the merger.
1. There is no real property held by **TRUCKS AND TRAILS DISTRIBUTION, INC.**, or by **THOMASVILLE TRUCKS AND TRAILS, INC.**
 2. All items of personal property owned by **TRUCKS AND TRAILS DISTRIBUTION, INC.**, will be transferred to **THOMASVILLE TRUCKS AND TRAILS, INC.**, including but not limited to the following:

1. All inventory (automotive or otherwise); and
 2. All furniture, fixtures, equipment, accounts and, without limitation, all other items of personal property.
- B.** All known debts, liabilities and obligations of **TRUCKS AND TRAILS DISTRIBUTION, INC.** have been paid and discharged or have been assumed by **THOMASVILLE TRUCKS AND TRAILS, INC.** **THOMASVILLE TRUCKS AND TRAILS, INC.** will, upon completion of the merger, have all pre-merger liabilities and obligations of both **TRUCKS AND TRAILS DISTRIBUTION, INC.** and **THOMASVILLE TRUCKS AND TRAILS, INC.** The following specific obligations have been identified as:
1. All outstanding tax liability of **TRUCKS AND TRAILS DISTRIBUTION, INC.**
 2. All power or other utility bills of **TRUCKS AND TRAILS DISTRIBUTION, INC.**
 3. The Triple Net Lease made with **CHANDLER-MOORE, LLC**, for occupation of 309 Baybrook Street, Thomasville, GA 31792.
 4. The Commercial Bank line of credit secured by the assets pledged by **TRUCKS AND TRAILS DISTRIBUTION, INC.** as collateral for the same.
- C.** There are no proceedings pending against **TRUCKS AND TRAILS DISTRIBUTION, INC.**
- D.** The Articles of Incorporation and Bylaws of **THOMASVILLE TRUCKS AND TRAILS, INC.**, will be amended to reflect the name change of the corporation from **THOMASVILLE TRUCKS AND TRAILS, INC.**, to **TRUCKS AND TRAILS, INC.**

ARTICLE FIVE

The manner and basis of converting the shares of each corporation into shares of the surviving corporation are as follows:

The only two (2) equal shareholders or former shareholders of **TRUCKS AND TRAILS DISTRIBUTION, INC.**, are also the only two (2) equal shareholders of **THOMASVILLE TRUCKS AND TRAILS, INC.** Therefore, the two (2) equal shareholders of **THOMASVILLE TRUCKS AND TRAILS, INC.**, having an identity of interest, shall continue to be the only two (2) equal shareholders of the surviving corporation, and will remain shareholders subject to all the applicable requirements governing the holders of

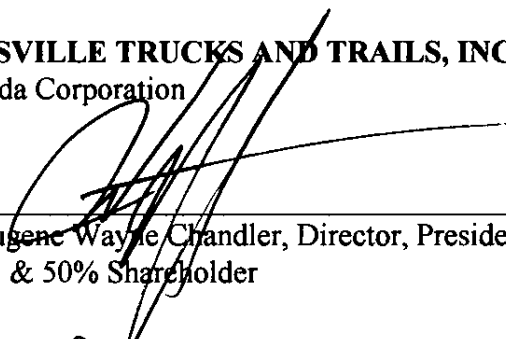
shares of stock in **THOMASVILLE TRUCKS AND TRAILS, INC.**

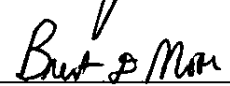
ARTICLE SIX

The plan of merger between **TRUCKS AND TRAILS DISTRIBUTION, INC.**, and **THOMASVILLE TRUCKS AND TRAILS, INC.**, has been unanimously approved by the shareholders and officers of each corporation as certified by the shareholders and officers of the two merging entities.

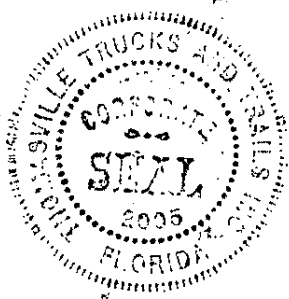
In Witness Whereof, the shareholders, officers and directors of each participating corporation have hereunto set their hand and affixed their seal the 31st day of May, 2007.

For **THOMASVILLE TRUCKS AND TRAILS, INC.**,
a Florida Corporation

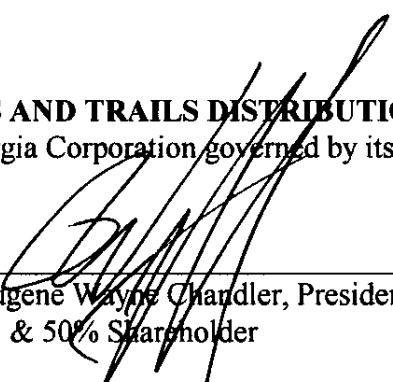
By: 
Eugene Wayne Chandler, Director, President
& 50% Shareholder

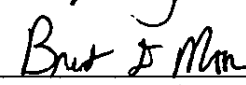
By: 
Brent D. Moore, Director, Vice-President
& 50 % Shareholder

(Corporate Seal Affixed)

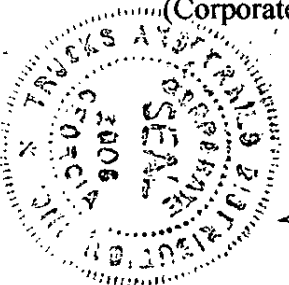


For **TRUCKS AND TRAILS DISTRIBUTION, INC.**,
a Georgia Corporation governed by its Shareholders

By: 
Eugene Wayne Chandler, President
& 50% Shareholder

By: 
Brent D. Moore, Vice-President, Secretary,
Treasurer & 50 % Shareholder

(Corporate Seal Affixed)



ATTACHMENT

1. Amendment to Articles of Incorporation of Thomasville Trucks and Trails, Inc.

EXHIBIT

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**AMENDMENT TO ARTICLES OF INCORPORATION
OF
THOMASVILLE TRUCKS AND TRAILS, INC.**

The undersigned Directors and Shareholders of **THOMASVILLE TRUCKS AND TRAILS, INC.**, a Florida corporation, hereby amend the Articles of Incorporation of this Corporation as follows:

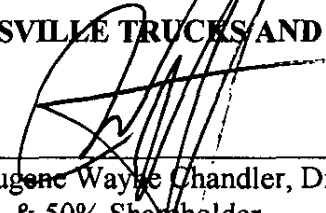
The original Articles of Incorporation which were filed with the Secretary of State on July 15, 2004, and amended pursuant to the Amendment to Articles of Incorporation filed with the Secretary of State on January 28, 2005, are hereby further amended to reflect the name change of the Corporation from **THOMASVILLE TRUCKS AND TRAILS, INC.** to:

TRUCKS AND TRAILS, INC.

The undersigned as all the Directors and Shareholders of the Corporation resolve that this Amendment to the Articles of Incorporation shall take effect and is officially adopted as of 5:00 p.m. May 31, 2007.

IN WITNESS WHEREOF, **THOMASVILLE TRUCKS AND TRAILS, INC.** has caused this Amendment to Articles of Incorporation to be executed by its only two (2) Board of Directors, who are the only two (2) shareholders in the Corporation, Eugene Wayne Chandler, Director and President, and Brent D. Moore, Director and Vice-President, this 31st day of May, 2007.

For **THOMASVILLE TRUCKS AND TRAILS, INC.:**

By: 
Eugene Wayne Chandler, Director, President
& 50% Shareholder

By: 
Brent D. Moore, Director, Vice-President
& 50 % Shareholder

(Corporate Seal Affixed)

