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Keystone Heights, FL 32656

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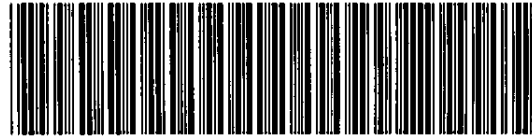
(Business Entity Name)

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JUDICIAL CIRCUIT IN AND FOR  
THE NINTH JUDICIAL CIRCUIT  
TALLAHASSEE, FLORIDA

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**COVER LETTER**

**TO:** Amendment Section  
Division of Corporations

**SUBJECT:** Southeast AgNet Publications, INC.  
Name of Surviving Corporation

The enclosed Articles of Merger and fee are submitted for filing.

Please return all correspondence concerning this matter to following:

Jennifer M. Taylor  
Contact Person

Taylor Law Firm P.A.  
Firm/Company

420 S. Lawrence Blvd.  
Address

Keystone Heights, FL 32656  
City/State and Zip Code

gary@southeastagnet.com  
E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Jennifer M. Taylor At ( 352 ) 473-8088  
Name of Contact Person Area Code & Daytime Telephone Number

☐ Certified copy (optional) \$8.75 (Please send an additional copy of your document if a certified copy is requested)

**STREET ADDRESS:**

Amendment Section  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, Florida 32301

**MAILING ADDRESS:**

Amendment Section  
Division of Corporations  
P.O. Box 6327  
Tallahassee, Florida 32314

**ARTICLES OF MERGER  
FOR THE MERGER**

of

**SOUTHEAST AGNET, INC.,**  
a Florida profit corporation,

into

**SOUTHEAST AGNET PUBLICATIONS, INC.,**  
a Florida profit corporation  
(the Surviving Corporation)

FILED  
13 OCT -2 PM 1:31  
CLERK OF DISTRICT COURT  
JACKSONVILLE, FLORIDA

The following articles of merger are submitted in accordance with the Florida Business Corporation Act, pursuant to section 607.1105, F.S.

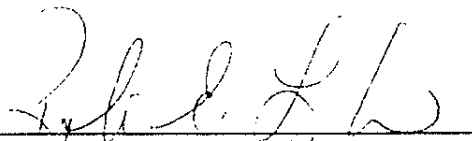
1. The name of the surviving corporation is Southeast Agnet Publications, Inc., a Florida corporation.
2. The name of the merging entity is Southeast Agnet, Inc., a Florida profit corporation.
3. Attached hereto is a copy of the Agreement and Plan of Merger.
4. The merger shall become effective at 12:01 a.m. October 1, 2013.
5. The Agreement and Plan of Merger was approved by the Board of Directors of Southeast Agnet Publications, Inc., by unanimous written consent as of September 27, 2013, and adopted by the shareholders of Southeast Agnet Publications, Inc., by unanimous vote on September 27, 2013.
6. The Agreement and Plan of Merger was approved by the Board of Directors of Southeast Agnet, Inc., by unanimous written consent as of September 27, 2013, and adopted by the shareholders of Southeast Agnet Inc., by unanimous vote on September 27, 2013.

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Dated: September 27, 2013

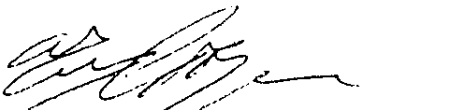
SOUTHEAST AGNET PUBLICATIONS, INC.,  
a Florida profit corporation


By:   
Name: William G. Cooper  
Title: Chief Executive Officer

By:   
Name: Robin E. Loftin  
Title: President

Dated: September 27, 2013

SOUTHEAST AGNET, INC.,  
a Florida profit corporation

By:   
Name: William G. Cooper  
Title: Chief Executive Officer

By:   
Name: Robin E. Loftin  
Title: President

**AGREEMENT AND PLAN OF MERGER OF SOUTHEAST AGNET, INC.**  
**WITH AND INTO**  
**SOUTHEAST AGNET PUBLICATIONS, INC.**

Pursuant to this Agreement and Plan of Merger (the "Plan of Merger"), Southeast Agnet, Inc. ("SE Agnet"), a corporation existing under the laws of Florida, shall be merged with and into Southeast Agnet Publications, Inc. ("SE Agnet Publications"), a corporation existing under the laws of Florida.

**ARTICLE I**  
**Definitions**

The capitalized terms set forth below shall have the following meanings.

"Articles of Merger" shall mean the Articles of Merger to be executed by SE Agnet and SE Agnet Publications in a form appropriate for filing with the Secretary of State of Florida, relating to the effective consummation of the Merger as contemplated by the Plan of Merger.

"Effective Time" shall mean the effective date set forth in paragraph 2.2 below.

"Merger" shall mean the merger of SE Agnet with and into SE Agnet Publications.

"SE Agnet Common Stock" shall mean the common stock of SE Agnet.

"SE Agnet Publications Common Stock" shall mean the common stock of SE Agnet Publications.

"Surviving Corporation" shall mean SE Agnet Publications after consummation of the Merger.

**ARTICLE II**  
**Issued and Outstanding Shares**

2.1 SE Agnet Common Stock. The SE Agnet Common Stock, which represents all of the issued and outstanding shares of stock in SE Agnet, is owned 50% by William G. Cooper and 50% by Robin E. Loftin. There are no outstanding rights to acquire additional shares of stock or other interests, securities or obligations in or of SE Agnet.

2.2 SE Agnet Publications Common Stock. The SE Agnet Publications Common Stock, which represents all of the issued and outstanding shares of stock in SE Agnet Publications, is owned 50% by William G. Cooper and 50% by Robin E. Loftin. There are no outstanding rights to acquire additional shares of stock or other interests, securities or obligations in or of SE Agnet.

### **ARTICLE III**

#### **The Merger**

3.1 Merger. At the Effective Time, subject to the terms and conditions of this Plan of Merger, SE Agnet shall merge with and into SE Agnet Publications, the separate existence of SE Agnet shall cease, and SE Agnet Publications (the "Surviving Corporation") shall survive and the name of the Surviving Corporation shall remain Southeast Agnet Publications, Inc., as of the Effective Time. By reason of the Merger and without any action on the part of the holders thereof, each of the shares of SE Agnet Common Stock issued and outstanding immediately prior to the Effective Time, shall be canceled. Each of the shares of SE Agnet Publications Common Stock outstanding immediately prior to the Effective Time shall continue to be issued and outstanding, and shall not be converted, exchanged or altered in any manner as a result of the Merger.

3.2 Effective Time. The Merger shall become effective on the date and at the time specified in the Articles of Merger, and in the form to be filed with the Secretary of State of the State of Florida.

3.3 Capitalization. The number of authorized shares of capital stock of the Surviving Corporation shall be the same as immediately prior to the Merger.

3.4 Articles of Incorporation. The articles of incorporation of SE Agnet Publications, as in effect at the Effective Time, shall be and remain the articles of incorporation of the Surviving Corporation.

3.5 Bylaws. The Bylaws of SE Agnet Publications, as in effect at the Effective Time, shall continue in full force and effect as the bylaws of the Surviving Corporation until otherwise amended as provided by law or by such bylaws.

3.6 Properties and Liabilities of SE Agnet and SE Agnet Publications; Management. At the Effective Time, the separate existence and corporate organization of SE Agnet shall cease, and SE Agnet Publications shall thereupon and thereafter, to the extent consistent with applicable law and with its articles of incorporation and the changes, if any, provided by the Merger, possess all the rights, privileges, immunities, liabilities and franchises, of a public as well as a private nature, of SE Agnet without further act or deed. The directors and officers of SE Agnet Publications in office immediately prior to the Merger becoming effective shall be the directors and officers of the Surviving Corporation, together with such additional directors and officers as may thereafter be elected, who shall hold office until such time as their successors are elected and qualified.

### **ARTICLE IV**

#### **Merger Consideration**

4.1 Merger Consideration. In connection with the Merger, all shares of SE Agnet Common Stock issued and outstanding immediately prior to the Effective Time shall, by reason of the Merger and without any action on the part of the holders thereof, be canceled, and shall

merge into the SE Agnet Publications Common Stock, without issuance of any additional shares of stock in SE Agnet Publications.

4.2 SE Agnet Publications Common Stock. None of the shares of SE Agnet Publications shall be converted in the Merger and the capitalization of SE Agnet Publications after the Merger shall remain unchanged.

4.3 Authorized or Treasury Shares. Any and all shares of SE Agnet Common Stock held as treasury shares by SE Agnet or authorized but unissued shares shall be canceled and retired at the Effective Time, and no consideration shall be issued or given in exchange therefor.

4.4 Transfers. At the Effective Time, the stock transfer books of SE Agnet shall be closed and no transfer of SE Agnet Common Stock shall thereafter be made or recognized.

4.5 No Other Consideration. Other than as stated herein, there is no other cash or other property or other consideration given or exchanged in connection with the Merger.

#### **ARTICLE V** **Miscellaneous**

5.1 Counterparts; Entire Agreement; Severability. This Agreement may be executed in two or more counterparts which shall be deemed to constitute a single Agreement. This Agreement (together with all exhibits and documents incorporated by reference) constitutes the entire agreement between the parties and supersedes all prior agreements and understandings (whether written or oral). Any term or provision of this Agreement which is held invalid or unenforceable by a court of competent jurisdiction shall be ineffective in that jurisdiction only to the extent of that invalidity and the remainder of the Agreement shall remain in full force.

5.2 Conditions to Merger. The Merger shall be consummated as soon as practicable after receipt of the approval of the directors and shareholders of both SE Agnet and SE Agnet Publications.

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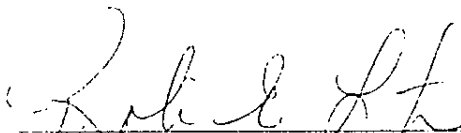
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SE Agnet and SE Agnet Publications hereby execute this Agreement and Plan of Merger as of September 27, 2013.

SOUTHEAST AGNET, INC., a Florida  
profit corporation



Name: William G. Cooper  
Position: Chief Executive Officer

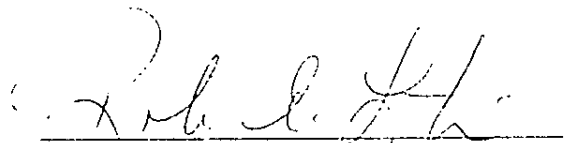


Name: Robin E. Loftin  
Position: President

SOUTHEAST AGNET PUBLICATIONS,  
Inc., a Florida profit corporation



Name: William G. Cooper  
Position: Chief Executive Officer



Name: Robin E. Loftin  
Position: President