

P05000050352

(Requestor's Name)



Ms. Mary Rosado
1250 Windway Cir
Kissimmee FL 34744

(Address)

(City/State/Zip/Phone #)

☐

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☐

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(Business Entity Name)

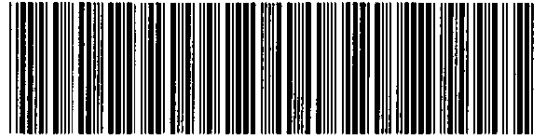
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CLERK OF STATE
TALLAHASSEE, FLORIDA

09 JUL 28 PM 12:25

FILED

Merger
Reviews
7-24-09



FLORIDA DEPARTMENT OF STATE
Division of Corporations

March 19 2009

MARY A. ROSADO
ABSOLUTE CHOICE INVESTMENTS, INC.
P. O. BOX 452762
KISSIMMEE, FL 34745

SUBJECT: ABSOLUTE CHOICE INVESTMENTS, INC.
Ref. Number: P05000050352

We have received your document for ABSOLUTE CHOICE INVESTMENTS, INC. and check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The merger should include the manner and basis of converting the shares of each corporation into shares, obligations, or other securities of the surviving corporation or any other corporation or, in whole or in part, into cash or other property and the manner and basis of converting rights to acquire shares of each corporation into rights to acquire shares, obligations, or other securities of the surviving or any other corporation or, in whole or in part, into cash or other property.

The terms and conditions of the merger must be included.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6905.

Thelma Lewis
Document Specialist Supervisor

Letter Number: 709A00009429

ARTICLES OF MERGER

(Profit Corporations)

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

First: The name and jurisdiction of the surviving corporation:

<u>Name</u>	<u>Jurisdiction</u>	<u>Document Number</u> (If known/ applicable)
<u>Absolute Choice Investments, Florida</u> <u>Inc.</u>	<u>Florida</u>	<u>P05000050352</u>

Second: The name and jurisdiction of each merging corporation:

<u>Name</u>	<u>Jurisdiction</u>	<u>Document Number</u> (If known/ applicable)
<u>Inv. Inspector Next Door,</u> <u>Inc.</u>	<u>Florida</u>	<u>P05000007862</u>
_____	_____	_____
_____	_____	_____
_____	_____	_____

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TALLAHASSEE, FLORIDA

Third: The Plan of Merger is attached.

Fourth: The merger shall become effective on the date the Articles of Merger are filed with the Florida Department of State.

OR 3/1/09 (Enter a specific date. NOTE: An effective date cannot be prior to the date of filing or more than 90 days after merger file date.)

Fifth: Adoption of Merger by surviving corporation - (COMPLETE ONLY ONE STATEMENT)

The Plan of Merger was adopted by the shareholders of the surviving corporation on _____.

The Plan of Merger was adopted by the board of directors of the surviving corporation on _____

3/1/09 and shareholder approval was not required.

Sixth: Adoption of Merger by merging corporation(s) (COMPLETE ONLY ONE STATEMENT)

The Plan of Merger was adopted by the shareholders of the merging corporation(s) on _____.

The Plan of Merger was adopted by the board of directors of the merging corporation(s) on _____

3/1/09 and shareholder approval was not required. see attached

(Attach additional sheets if necessary)

• PLAN OF MERGER OF
IND INSPECTOR NEXT DOOR, INC
WITH AND INTO
ABSOLUTE CHOICE INVESTMENTS, INC

The following Plan of Merger, which was adopted and approved by each party to the merger in accordance with section 607.1107 and is being submitted in accordance with section 607.1107, Florida Statutes.

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

<u>Name</u>	<u>Jurisdiction</u>
IND INSPECTOR NEXT DOOR, INC	Florida
ABSOLUTE CHOICE INVESTMENTS, INC	Florida

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

<u>Name</u>	<u>Jurisdiction</u>
ABSOLUTE CHOICE INVESTMENTS	Florida

THIRD: The terms and conditions of the merger are as follows:

A. On the effective date of the Merger, IND INSPECTOR NEXT DOOR shall be merged with and into ABSOLUTE CHOICE INVESTMENTS. After such Merger, ABSOLUTE CHOICE INVESTMENTS will be the surviving party and the separate existence and identity of IND INSPECTOR NEXT DOOR shall cease to exist.

B. At the Effective Date of the Merger:

1. The ABSOLUTE CHOICE INVESTMENTS (the "Surviving Party") shall possess all the rights, privileges, powers, and franchises, of a public as well as of a private nature, and be subject to all the restrictions, disabilities, and duties of IND INSPECTOR NEXT DOOR (the "Target Entity");
2. All and singular, the rights, privileges, powers, and franchises of Target Entity, and all property, real, personal, and mixed, and all debts due to Target Entity on whatever account, as well for stock subscriptions and all other things in action or belonging to Target Entity, shall be vested in the Surviving Party without further act or deed;
3. All property, rights, privileges, powers, and franchises, and all every other interest shall be thereafter as effectually the property of the Surviving Party as they were of Target Entity, and the title to any real estate vested by deed or otherwise, under the laws of the State of Florida or any other jurisdiction, in Target Entity, shall not revert or be in any way impaired;
4. All rights of creditors and all liens upon any property of Target Entity shall be preserved unimpaired, and all debts, liabilities, and duties of Target Entity shall thenceforth attach to the Surviving Party and may be enforced against in to the same extent as if said debts, liabilities, and duties have been incurred or contracted by in.

FOURTH:

- A. The manner and basis of converting the interest, shares, obligations or other securities of each merged party into the interest, shares, obligations or other securities of the survivor, in whole or in part, into cash or other property as follows:
1. At the Effective Date of the Merger, each share of the Target Entity on the Effective Date and all rights in respect thereof shall, by virtue of the Merger and without any action on the part of the Shareholders, be converted into one (1) share of the presently authorized and unissued share of the common stock of the Surviving Party (the "Surviving Party Common Stock"); provided that no fractional share of Surviving Party Common Stock shall be issued or exchanged for interests of the Target Entity. Notwithstanding the foregoing, each interest of Target Entity held by the Surviving Party shall, by virtue of the Merger and without any action on the part of the Surviving Party, be cancelled simultaneously with the effectiveness of the Merger.
 2. The Articles of Incorporation of the Surviving Party as in effect on the Effective Date shall from and after the Effective Date be, and continue to be, the Articles of Incorporation of the Surviving Party until changed or amended as provided by law.
- B. The manner and basis of converting rights to acquire interests, shares, obligations or other securities of each merged party into rights to acquire interest, shares, obligations or other securities of the Surviving Party, in whole or in part, into cash or other property are as follows:

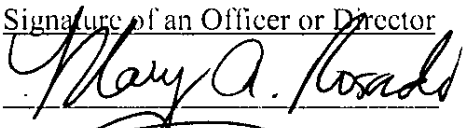
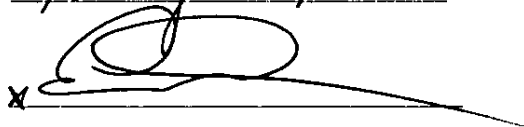
N/A

FIFTH: All statements that are required by the laws of the jurisdiction(s) under which each Non-Florida business entity that is a part of the merger is formed, organized or incorporated are as follows:

N/A

SIXTH: The Plan of Merger was adopted by the board of directors of the merging corporation(s) on 3/1/2009 and shareholder approval was not required.

SEVENTH: SIGNATURES FOR EACH CORPORATION

<u>Name of Corporation</u>	<u>Signature of an Officer or Director</u>	<u>Typed or Printed Name & Title</u>
Absolute Choice Investments		Mary A. Rosado- President
Ind Inspector Next Door		Edwin Rosado- President

EIGHTH: Other provisions, if any relating to the merger:

The "Effective Date" of the Merger shall be March 1, 2009.