P05000072537

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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Merger

RECEIVED
05 MAY 24 PM 12:42
DIVISION OF CORPORATION

FILED
05 MAY 24 PM 3:26
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ADR
5/24/06

CORPORATION SERVICE COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 388951 7137273

AUTHORIZATION Patricia Pizzuto

COST LIMIT : $ 78.75

ORDER DATE : May 24, 2005

ORDER TIME : 12:03 PM

ORDER NO. : 388951-005

CUSTOMER NO: 7137273

CUSTOMER: Eric M. Sauerberg, Esq
Eric M. Sauerberg, P.a.
Suite 102
200 Village Square Crossing
Palm Bch Garden, FL 33410

ARTICLES OF MERGER

MIKE E. SMITH, INC.

INTO

MIKE E. SMITH, INC.

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX_____ CERTIFIED COPY
_______ PLAIN STAMPED COPY

CONTACT PERSON: Darlene Ward

EXAMINER'S INITIALS: ________

ARTICLES OF MERGER

(Profit Corporations)

FILED
05 MAY 24 PM 3:26
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

First: The name and jurisdiction of the **surviving** corporation:

Name	Jurisdiction	Document Number (If known/ applicable)
Mike E. Smith, Inc.	Florida	P05000072537

Second: The name and jurisdiction of each **merging** corporation:

Name	Jurisdiction	Document Number (If known/ applicable)
Mike E. Smith, Inc.	Illinois	55997357

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 ______/______/______ (Enter a specific date. NOTE: An effective date cannot be prior to the date of filing or more than 90 days in the future.)

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 May 15, 2005.

The Plan of Merger was adopted by the board of directors of the surviving corporation on ____________________ 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 May 15, 2005.

The Plan of Merger was adopted by the board of directors of the merging corporation(s) on ____________________ and shareholder approval was not required.

(Attach additional sheets if necessary)

Seventh: SIGNATURES FOR EACH CORPORATION

Name of Corporation	Signature	Typed or Printed Name of Individual & Title
Mike E. Smith, Inc.	Mike E Smith	Mike E. Smith , President
Mike E. Smith, Inc.	Mike E Smith	Mike E. Smith , President

PLAN OF MERGER
(Non Subsidiaries)

The following plan of merger is submitted in compliance with section 607.1101, F.S. and in accordance with the laws of any other applicable jurisdiction of incorporation.

First: The name and jurisdiction of the **surviving** corporation:

Name	Jurisdiction
Mike E. Smith, Inc.	Florida

Second: The name and jurisdiction of each **merging** corporation:

Name	Jurisdiction
Mike E. Smith, Inc.	Illinois

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

The sole shareholder of Mike E. Smith, Inc. (Illinois Corporation) has determined that it is in the best interest of the corporation to change its jurisdiction and incorporation to Florida. Therefore, the sole shareholder of Mike E. Smith, Inc. (Illinois Corporation) will be the sole shareholder of Mike E. Smith, Inc. (Florida Corporation) after the merger.

Fourth: 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 are as follows:

See attached.

(Attach additional sheets if necessary)

THE FOLLOWING MAY BE SET FORTH IF APPLICABLE:

Amendments to the articles of incorporation of the surviving corporation are indicated below or attached as an exhibit:

OR

Restated articles are attached:

Other provisions relating to the merger are as follows:

N/A

ATTACHMENT
TO
PLAN OF MERGER
(Non Subsidiaries)

Fourth:

Since all owners have the same interest in both entities to the merger, ownership percentage will remain equal after the merger. All rights to acquire interests of the merged parties are subject to the consent of the other owners. The rights to acquire interest for both merged parties were the same prior to the merger and remain unchanged after the merger.