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Division of Corporations

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MERGER OR SHARE EXCHANGE

PURE GAMES, INC.

Certificate of Status	0
Certified Copy	0
Page Count	06
Estimated Charge	\$87.50

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ARTICLES OF MERGER

The following articles of merger are being submitted in accordance with section(s) 607.1109, 608.4382, and/or 620.203, Florida Statutes.

FIRST: The exact name, street address of its principal office, jurisdiction, and entity type for each merging party are as follows:

Name and Street Address**Jurisdiction****Entity Type**

1. Battle Rap, LLC
9 Fiesta Way
Ft. Lauderdale, FL 33487

Delaware

LLC

Florida Document/Registration Number:

FEI Number:

2.

Florida Document/Registration Number:

FEI Number:

3.

Florida Document/Registration Number:

FEI Number:

4.

Florida Document/Registration Number:

FEI Number:

(Attach additional sheet(s) if necessary)

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SECOND: The exact name, street address of its principal office, jurisdiction, and entity type of the surviving party are as follows:

Name and Street Address	Jurisdiction	Entity Type
Pura Games, Inc.	Florida	Corporation
9 Flamingo Way		
Ft. Lauderdale, FL 33487		

Florida Document/Registration Number: P05000091414

FEI Number: _____

P05000091414

THIRD: The attached Plan of Merger meets the requirements of section(s) 607.1108, 608.438, 617.1103, and/or 620.201, Florida Statutes, and was approved by each domestic corporation, limited liability company, partnership and/or limited partnership that is a party to the merger in accordance with Chapter(s) 607, 617, 608, and/or 620, Florida Statutes.

FOURTH: If applicable, the attached Plan of Merger was approved by the other business entity(ies) that is/are party(ies) to the merger in accordance with the respective laws of all applicable jurisdictions.

FIFTH: If not incorporated, organized, or otherwise formed under the laws of the state of Florida, the surviving entity hereby appoints the Florida Secretary of State as its agent for substitute service of process pursuant to Chapter 48, Florida Statutes, in any proceeding to enforce any obligation or rights of any dissenting shareholders, partners, and/or members of each domestic corporation, partnership, limited partnership and/or limited liability company that is a party to the merger.

SIXTH: If not incorporated, organized, or otherwise formed under the laws of the state of Florida, the surviving entity agrees to pay the dissenting shareholders, partners, and/or members of each domestic corporation, partnership, limited partnership and/or limited liability company that is a party to the merger the amount, if any, to which they are entitled under section(s) 607.1302, 620.205, and/or 608.4384, Florida Statutes.

SEVENTH: If applicable, the surviving entity has obtained the written consent of each shareholder, member or person that as a result of the merger is now a general partner of the surviving entity pursuant to section(s) 607.1108(5), 608.4381(2), and/or 620.202(2), Florida Statutes.

EIGHTH: The merger is permitted under the respective laws of all applicable jurisdictions and is not prohibited by the agreement of any partnership or limited partnership or the regulations or articles of organization of any limited liability company that is a party to the merger.

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NINTH: The merger shall become effective as of:

The date the Articles of Merger are filed with Florida Department of State

OR

(Enter specific date. NOTE: Date cannot be prior to the date of filing.)

TENTH: The Articles of Merger comply and were executed in accordance with the laws of each party's applicable jurisdiction.

ELEVENTH: SIGNATURES FOR EACH PAGE

(Note: Please see instructions for required signatures.)

Name of Entity

Slumpage

Typed or Printed Name of Individual

Batho Exp, LLC

Joseph Sefine, Manager

Pure Games, Inc.

Joseph Sefns, President

(Attach additional sheet(s) if necessary)

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MERGER AGREEMENT

This merger agreement is dated July 14, 2005, and is between PURE GAMES, INC., a Florida corporation ("Acquiror"), and BATTLE RAP, LLC, a Delaware limited liability company ("Target").

The parties wish to effect the merger of Target into Acquiror.

The parties therefore agree as follows:

1. **The Merger.** Subject to the terms of this agreement and in accordance with the Florida Statutes and the Limited Liability Company Act of the State of Delaware (the "LLCA"), the parties shall cause Target to merge with and into Acquiror (that merger, the "Merger"). At the Effective Time, the separate corporate existence of Target will cease and Acquiror will continue as the surviving corporation of the Merger (in that capacity, the "Surviving Corporation").
2. **Closing, Effective Time.** On the date of this agreement, the parties shall cause a certificate of merger with respect to the Merger to be filed with the Secretary of State of Delaware in accordance with Section 18-209(c) of the LLCA and articles of merger to be filed with the Secretary of State of the State of Florida in accordance with Florida Statutes Section 607.1109 (together, the "Certificates of Merger") and shall take all further actions required by law to make the Merger effective. The Merger will be effective once the Certificates of Merger have been duly filed, unless a later time is specified in the Certificates of Merger (the time of effectiveness of the Merger, the "Effective Time").
3. **Effects of the Merger.** The Merger will have the effects specified in this agreement and in the Florida Statutes and the LLCA.
4. **Articles of Incorporation and Bylaws.** The articles of incorporation and bylaws of Acquiror as in effect immediately prior to the Effective Time will be the articles of incorporation and bylaws of the Surviving Corporation immediately after the Effective Time.
5. **Directors and Officers.** The directors and officers of Acquiror immediately prior to the Effective Time will be the directors and officers of the Surviving Corporation immediately after the Effective Time, and they will each hold office in accordance with the articles of incorporation and bylaws of the Surviving Corporation and the Florida Statutes.
6. **Conversion of Stock.** At the Effective Time, by virtue of the Merger and without any action on the part of the parties, the Percentage Interest (as defined in the operating agreement of Target) of each member of Target will be converted into and become the right to receive a number of shares of common stock, par value \$0.001, of Acquiror equal to 2,500,000 multiplied by that member's Percentage Interest (the "Acquiror Common Stock"). All shares of Acquiror Common Stock outstanding prior to the Effective Time will automatically be cancelled as of the Effective Time.

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7. No Transfer of Membership Interests. After the Effective Time, the Surviving Corporation shall not make any transfers of any membership interests of Target.

8. Tax-Free Reorganization. The parties intend that (1) the Merger be a reorganization within the meaning of Section 368 of the Code and (2) this agreement be a "plan of reorganization" within the meaning of the regulations promulgated under Section 368 of the Internal Revenue Code of 1986, as amended.

9. Governing Law. All matters arising out of this agreement will be will be governed by the laws of the State of Florida, without regard to principles of conflicts of law, unless the mandatory law of Delaware applies.

The parties are signing this agreement on the date stated in the introductory clause.

PURE GAMES, INC.

By: _____

Joseph Safina
President

BATTLE RAP, LLC

By: _____

Joseph Safina
Manager

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