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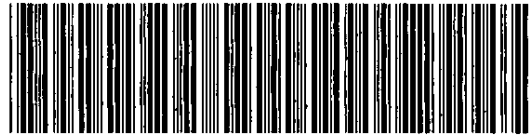
(Business Entity Name)

(Document Number)

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N 01032 JUL 29 2008

Law Office of  
Richard D. Cimino, P.A.

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Richard D. Cimino, Esq.\*  
email: dick@rcimino.com

*\*Also admitted in Nebraska and Kansas*

July 23, 2008

Florida Secretary of State  
Division of Corporations  
Registration Section  
P.O. Box 6327  
Tallahassee, FL 32314

RE: ***Merger Documentation: Sweetgrass Designs, Inc.***

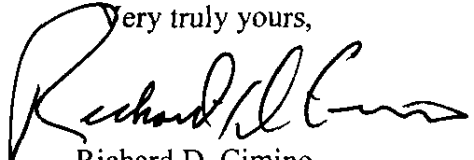
Dear Division of Corporations:

Please find enclosed the following documentation:

1. Certificate of Merger with attached Plan of Merger of Sweetgrass Designs, Inc. and Sweetgrass Silks, LLC.
2. Articles of Merger of Sweetgrass Designs, Inc. with attached Plan of Merger.

Also enclosed is my check in the amount of \$105.00 (\$70.00 to cover the merger of the 2 entities and \$35.00 for the Articles of Merger).

If you need further documentation, please contact me. I have provided a self-addressed, stamped envelope.

Very truly yours,  
  
Richard D. Cimino

RDC/kr  
enclosures  
cc: Client

**ARTICLES OF MERGER OF  
SWEETGRASS DESIGNS, INC.**

P05-121441

**Article I**

The Corporation has merged with Sweetgrass Silks, LLC, a Florida limited liability company. The Corporation is the surviving entity. L06-45901

**Article II**

The Plan of Merger is attached hereto and incorporated herein by reference.

**Article III**

The Plan of Merger was approved by the Corporation and the written consent of each shareholder of the Corporation has been obtained pursuant to Section 607.1108(5) of the Florida Statutes.

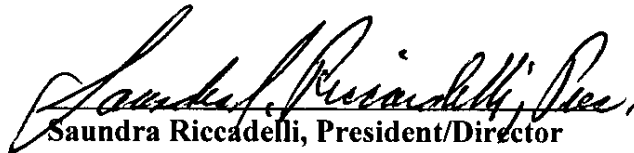
**Article IV**

The Plan of Merger was approved by Sweetgrass Silks, LLC, as required by Chapter 608 of the Florida Statutes.

**Article V**

The effective date of the merger shall be on the date of filing of these Articles of Merger with the Florida Department of State.

Dated: July 21, 2008.

  
Sandra Riccadelli, President/Director

Sweetgrass Designs, Inc.  
1719 Trade Center Way, #8  
Naples, FL 34109

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TALLAHASSEE FLORIDA

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## **PLAN OF MERGER**

THIS PLAN OF MERGER is established pursuant to Chapters 607 and 608 of the Florida Statutes. The Plan of Merger is as follows:

1. **Sweetgrass Silks, LLC**, a Florida limited liability company (hereinafter "Silks"), shall be merged into **Sweetgrass Designs, Inc.**, a Florida corporation (hereinafter "Designs").
2. This Plan of Merger has been approved by the Silks and Designs, and the written consents have been obtained in accordance with the applicable provisions of Chapter 607 of the Florida Statutes.
3. Designs consents to this Plan of Merger through its officers and shareholders. As a result of the merger, Designs shall become the surviving entity, which shall be called **Sweetgrass Designs, Inc.**
4. The effective date of the merger shall be on the date of filing the Certificate of Merger with the Florida Department of State.
5. The principal address of **Sweetgrass Designs, Inc.** is 1719 Trade Center Way, #8, Naples, Florida 34109, and the resident agent is Peter J. Riccadelli.
6. Silks has agreed to pay any of its members with appraisal rights, the amount to which such members are entitled under Sections 608.4351 through 608.43595 of the Florida Statutes.
7. This Plan of Merger may be amended at any time before the effective date of the merger by amendment consented to by all parties to the intended merger.
8. The undersigned parties hereby waive notice of any meeting or other action with respect to the approval of this Plan of Merger.
9. All operations, assets and liabilities of Silks shall be assumed by Designs. Designs shall have all rights of ownership of the tradename "Sweetgrass Silks."
10. All ownership interests and benefits of the principals of Silks are identical to those of Sweetgrass and, therefore, this merger will not affect the ownership interests of the principals of the surviving entity.
11. No amendments or restatements of Articles of either entity shall be required.

IN WITNESS WHEREOF, the parties to this Plan of Merger affix their signatures on the dates indicated below, and, by doing so, consent to the adoption of the Plan of Merger.

Sweetgrass Designs, Inc.  
a Florida corporation

By: *Sandra Riccadelli*  
Sandra Riccadelli, President

Sweetgrass Silks, LLC  
a Florida limited liability company

By: *Sandra L. Riccadelli*  
Sandra Riccadelli

By: *J. Peter Riccadelli*  
J. Peter Riccadelli

Dated: *7/21/*, 2008.

Dated: *7/21/*, 2008.

## CERTIFICATE OF MERGER

The undersigned certifies as follows:

1. A Plan of Merger set forth below was approved by **Sweetgrass Designs, Inc.** and **Sweetgrass Silks, LLC**, on July 21, 2008.

2. The original Plan of Merger is attached hereto as Exhibit "A" and incorporated herein by reference.

3. The Plan of Merger contains all provisions required by Section 608.4382 and Chapter 607 of the Florida Statutes.

**Sweetgrass Silks, LLC**,  
a Florida limited liability company

By: Sandra Riccadelli  
Sandra Riccadelli, Managing Member

STATE OF FLORIDA  
COUNTY OF COLLIER

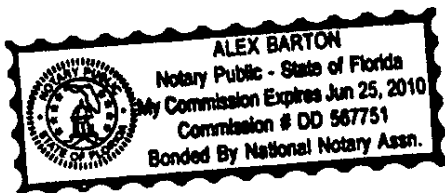
Before me, the undersigned, duly qualified to take acknowledgments in the county and state aforesaid, appeared **Sandra Riccadelli**, as Managing Member of Sweetgrass Silks, LLC, who is [ ] personally known to me, or ☒ who produced DL# as identification, and who has read the foregoing and affirmed its content.

WITNESS my hand and official seal this 21 day of July, 2008.

(SEAL)

Alex Barton  
Notary Public

Commission expires:



## **PLAN OF MERGER**

THIS PLAN OF MERGER is established pursuant to Chapters 607 and 608 of the Florida Statutes. The Plan of Merger is as follows:

1. **Sweetgrass Silks, LLC**, a Florida limited liability company (hereinafter "Silks"), shall be merged into **Sweetgrass Designs, Inc.**, a Florida corporation (hereinafter "Designs").
2. This Plan of Merger has been approved by the Silks and Designs, and the written consents have been obtained in accordance with the applicable provisions of Chapter 607 of the Florida Statutes.
3. Designs consents to this Plan of Merger through its officers and shareholders. As a result of the merger, Designs shall become the surviving entity, which shall be called **Sweetgrass Designs, Inc.**
4. The effective date of the merger shall be on the date of filing the Certificate of Merger with the Florida Department of State.
5. The principal address of **Sweetgrass Designs, Inc.** is 1719 Trade Center Way, #8, Naples, Florida 34109, and the resident agent is Peter J. Riccadelli.
6. Silks has agreed to pay any of its members with appraisal rights, the amount to which such members are entitled under Sections 608.4351 through 608.43595 of the Florida Statutes.
7. This Plan of Merger may be amended at any time before the effective date of the merger by amendment consented to by all parties to the intended merger.
8. The undersigned parties hereby waive notice of any meeting or other action with respect to the approval of this Plan of Merger.
9. All operations, assets and liabilities of Silks shall be assumed by Designs. Designs shall have all rights of ownership of the tradename "Sweetgrass Silks."
10. All ownership interests and benefits of the principals of Silks are identical to those of Sweetgrass and, therefore, this merger will not affect the ownership interests of the principals of the surviving entity.
11. No amendments or restatements of Articles of either entity shall be required.

IN WITNESS WHEREOF, the parties to this Plan of Merger affix their signatures on the dates indicated below, and, by doing so, consent to the adoption of the Plan of Merger.

Sweetgrass Designs, Inc.  
a Florida corporation

By: Sandra Riccadelli  
Sandra Riccadelli, President

Sweetgrass Silks, LLC  
a Florida limited liability company

By: Sandra Riccadelli  
Sandra Riccadelli

By: J. Peter Riccadelli  
J. Peter Riccadelli

Dated: 7/21/, 2008.

Dated: 7/21/, 2008.

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