

Florida Department of State
Division of Corporations
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To:

Division of Corporations
Fax Number : (850) 617-6380

From:

Account Name : CORPORATE SERVICE BUREAU, INC.
Account Number : I20070000141
Phone : (518) 463-8550
Fax Number : (518) 463-3752

FILED
08 APR - 8 PM 3:28
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

MERGER OR SHARE EXCHANGE

GOLD SOLUTIONS, INC.

Certificate of Status	0
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C. Goulette APR 09 2008



April 8, 2008

FLORIDA DEPARTMENT OF STATE
Division of Corporations

GOLD SOLUTIONS MARKETING, INC.
900 N. FEDERAL HIGHWAY
BOCA RATON, FL 33432

SUBJECT: GOLD SOLUTIONS MARKETING, INC.
REF: PD6000011609

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refile the complete document, including the electronic filing cover sheet.

You have a document for the Florida corporation which is the survivor showing in the area for the merging corporation. Please make your correction and return for filing.

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) 245-6903.

Cheryl Coulliette
Regulatory Specialist II

FAX Aud. #: H08000089424
Letter Number: 308A00020647

Attn: Cheryl Coulliette

The Document # was entered on the wrong line.

Please file. Thank you!

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2008 APR -8 AM 8:00

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

P.O BOX 6327 - Tallahassee, Florida 32314

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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)
Gold Solutions Marketing, Inc.	Florida	P06000011609

Second: The name and jurisdiction of each merging corporation:

<u>Name</u>	<u>Jurisdiction</u>	<u>Document Number</u> (If known/ applicable)
Gold Solutions, Inc.	Delaware	

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 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 March 6, 2008 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 March 4, 2008.

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)

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 TALLAHASSEE, FLORIDA

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PLAN OF MERGER

(Non Subsidiaries)

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

First: The name and jurisdiction of the surviving corporation:

Name

Jurisdiction

Gold Solutions Marketing, Inc.

Florida

Second: The name and jurisdiction of each merging corporation:

Name

Jurisdiction

Gold Solutions, Inc.

Delaware

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

Gold Solutions Marketing, Inc., a Florida corporation ("GSMI"), will merge with Gold Solutions, Inc., a Delaware corporation ("GSI"), whereby GSMI will be the surviving company and will issue 300,000 shares of its common stock in exchange for all of the issued and outstanding shares of GSI capital stock.

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:

GSMI shall issue to GSI shareholders, pro rata, 300,000 of its common stock in exchange for all of the issued and outstanding shares of GSI capital stock.

(Attach additional sheets if necessary)

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Seventh: SIGNATURES FOR EACH CORPORATION

Name of Corporation

Signature of an Officer or Director

Typed or Printed Name of Individual & Title

Gold Solutions Marketing, Inc.



Mark Kallan, President

Gold Solutions, Inc.

Blankenship

Steven Bayem, President

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