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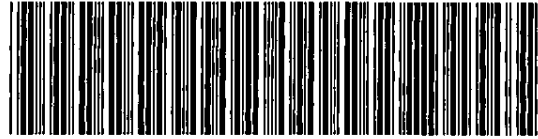
(Business Entity Name)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

LAW OFFICES OF

CHARLES D. FRANKEN, P.A.

BANK OF AMERICA PROFESSIONAL CENTER
8181 WEST BROWARD BOULEVARD • SUITE 360
PLANTATION, FLORIDA 33324

PHONE (954) 476-7200
FAX (954) 424-0297
WWW.ATTORNEY-CIVIL.COM
E-MAIL: FRANKENCDF@AOL.COM

CHARLES D. FRANKEN, ESQUIRE

February 26, 2007

Secretary of State
Division of Corporations
P. O. Box 6327
Tallahassee, Florida 32314
Attn: Merger Department

Re: MERGER OF RUSSRITE REALTY CORP A NY Corporation and JJ
PRESS INC. a Florida Corporation.

Dear Sir/Madame:

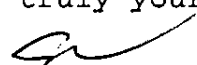
The undersigned attorney is herewith submitting the following documents to form the above referenced corporation:

1. Three (3) copies of PLAN OF MERGER
2. Three (3) copies of the ARTICLES OF MERGER.
2. Check in the amount of \$ 70.00 to cover the filing fee for said corporation for each merged company \$35.00 and surviving company \$35.00.

We kindly request that you forward back to the undersigned a stamped copy of the Letters of Acknowledgement.

If you have any questions, please do not hesitate to call.

Very truly yours,



Charles D. Franken

CDF:CMF
C:\work\corp\secstate.LLC
Enclosures as stated and check (\$70.00)

ARTICLES OF MERGER

**BY AND BETWEEN RUSSRITE REALTY CORP A NEW YORK CORPORATION
AND JJ PRESS, INC. A FLORIDA CORPORATION**

The undersigned who represent that they are the Presidents of RUSSRITE REALTY CORP a New York Corporation and JJ PRESS, INC. a Florida Corporation hereby agree State the following Articles of Merger pursuant to Florida Statute 607.1105 and equivalent New York Statute:

1. TERMS OF THE MERGER

All of the assets of RUSSRITE REALTY CORPORATION shall become the property of JJ PRESS, INC. All debts, if any of RUSSRITE REALTY CORP. shall become the debts of JJ PRESS, INC. JJ PRESS, INC. shall be the sole Surviving Corporation and upon the effective date of the Merger, RUSSRITE REALTY CORP. shall cease to exist.

2. EFFECTIVE DATE OF MERGER

The effective date of the merger shall be on the date of filing the Articles of Merger with the Florida Secretary of State pursuant to Florida Statute 607.1101.

3. BOARD OF DIRECTORS AND SHAREHOLDER APPROVAL

Board of Directors and Shareholder approval and adoption of the Plan of Merger was obtained from RUSSRITE REALTY CORP, a New York Corporation and from JJ PRESS, INC. a Florida Corporation on February 7, 2007.

4. RECORDATION

JJ PRESS INC. shall record a copy of the Certified Copy of the Articles of Merger as Certified by the Florida Secretary of State

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in each County where RUSSRITE REALTY CORP or JJ PRESS, INC. owns real property.

5. PRINCIPAL PLACE OF BUSINESS

The principal place of business and mailing address of the Surviving Corporation shall be until further action by the Surviving Corporation:

8181 West Broward Blvd Suite 360
Plantation Florida 33324

IN WITNESS WHEREOF, we have hereunto set our hands and seals this 7 day of February, 2007.

RUSSRITE REALTY CORP. a
New York Corporation

By: 

PHILIP NEISS, President

JJ PRESS, INC. a
Florida Corporation

By: 

PHILIP NEISS, President

PLAN OF MERGER

BY AND BETWEEN RUSSRITE REALTY CORP A NEW YORK CORPORATION AND JJ PRESS, INC. A FLORIDA CORPORATION

The undersigned who represent that they are the Presidents of RUSSRITE REALTY CORP a New York Corporation and JJ PRESS, INC. a Florida Corporation hereby agree to the following Plan of Merger pursuant to Florida Statute 607.1101 and equivalent New York Statute:

1. NAME OF EACH CORPORATION

RUSSRITE REALTY CORP. a New York Corporation shall merge into and with JJ PRESS, INC. a Florida Corporation. JJ PRESS INC. which shall be the surviving Corporation.

2. TERMS OF THE MERGER

All of the assets of RUSSRITE REALTY CORPORATION consisting of 50% interest in real property and 50% lease interest and operating agreement and easements along with all bank accounts and other personal property shall become the property of JJ PRESS, INC. JJ PRESS, INC. will be owned by PHILIP NEISS who owns all of the shares of RUSSRITE REALTY CORP. All debts, if any of RUSSRITE REALTY CORP. shall become the debts of JJ PRESS, INC.

3. CONVERTING SHARES

All of the shares of common stock of RUSSRITE REALTY CORP. shall be canceled of record upon the recording of the Articles of Merger by JJ PRESS, INC and exchanged 1 for 1 for all of the shares of JJ PRESS, INC. a Florida Corporation. No funds or cash shall be exchanged among the shareholders.

4. AMENDMENTS TO ARTICLES OF INCORPORATION OF JJ PRESS, INC.

NONE

5. EFFECTIVE DATE OF MERGER

The effective date of the merger shall be on the date of filing the certificate of Articles of Merger with the Florida Secretary of State pursuant to Florida Statute 607.1101.

6. OTHER PROVISIONS

This Plan of Merger shall require a vote of the shareholders and Directors of each corporation before this Plan of Merger becomes binding upon each corporation and both corporations must approve the Plan of Merger for the Plan of Merger to become effective in accordance with Florida Statute 607.1103 and 607.1105 the equivalent New York Statutes.

RUSSRITE REALTY CORP expressly acknowledges that upon the effective date of the merger, that RUSSRITE REALTY CORP. shall cease to exist and that the only surviving entity shall be JJ PRESS, INC. a Florida Corporation.

7. WAIVER OF CONFLICT OF INTEREST

Each Corporation expressly waives any conflict of interest in that Philip Neiss is the President, Director and Shareholder of each Corporation. Each Corporation expressly waives any conflict of interest in that Charles D. Franken PA is the Florida Attorney for each Corporation. Each Corporation has understood the potential conflict of interests, the right to obtain independent review of the Plan of Merger and waives such rights irrevocably.

8. PRINCIPAL PLACE OF BUSINESS

The principal place of business and mailing address of the

Surviving Corporation shall be until further action by the
Surviving Corporation:

8181 West Broward Blvd Suite 360
Plantation Florida 33324

9. REGISTERED AGENT

The street address of the registered office of the surviving corporation is 8181 W. Broward Boulevard, Suite 360, Plantation, Florida 33324, and the name of the registered agent at such address for the corporation shall be CHARLES D. FRANKEN. RUSSRITE REALTY CORP shall cause any registered agent to be discharged upon the effective date of the Merger.

IN WITNESS WHEREOF, we have hereunto set our hands and seals
this 7 day of February, 2007.

RUSSRITE REALTY CORP. a
New York Corporation

By:  PHILIP NEISS, President

JJ PRESS, INC. a
Florida Corporation

By:  PHILIP NEISS, President