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

From:

Account Name : EMPIRE CORPORATE KIT COMPANY
Account Number : 072450003255
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MERGER OR SHARE EXCHANGE

dico holdings & investments, inc.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Merger
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ARTICLES OF MERGER
(Profit Corporations)

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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:

DICO HOLDINGS & INVESTMENTS, INC. FLORIDA PROFIT/CORP.

SECOND: The exact name and jurisdiction of each merging corporation:

DICO HOLDINGS, INC. FLORIDA PROFIT/CORP.

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.

FIFTH: Adoption of Merger by surviving corporation.

The Plan of Merger was adopted by the shareholders of the surviving corporation on March 15, 2007.

SIXTH: Adoption of Merger by merging corporation.

The Plan of Merger was adopted by the shareholders of the merging corporation on March 15, 2007.

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SEVENTH: Signatures for each corporation:

DICO HOLDINGS & INVESTMENTS, INC.

By 
Print:
As its:

DICO HOLDINGS, INC.

By 
Print:
As its:

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PLAN OF MERGER
(Non subsidiaries)

The following plan of merger is submitted in accordance with the Florida Business Corporation Act, pursuant to Section 607.1101, Florida Statutes.

FIRST: The name and jurisdiction of the surviving corporation:

DICO HOLDINGS & INVESTMENTS, INC. FLORIDA

SECOND: The exact name and jurisdiction of each merging corporation:

DICO HOLDINGS, INC. FLORIDA

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

Dico Holdings, Inc., the merging corporation shall merge with Dico Holdings & Investments, Inc., effective on the date the Articles of Merger are filed with Florida's Secretary of State. Upon such filing, Dico Holdings, Inc. shall cease any business transactions.

The surviving corporation shall obtain from Moovy, Inc. the right to use, as a fictitious name, Coco's Day Spa and Salon which will conduct business at 1800 Sunrise Mills Circle, Sunrise, Florida 33323.

The surviving corporation shall assume all of the rights and obligations of the merging corporation in and to that certain lease between Dico Holdings, Inc. (as tenant) and Sawgrass Mills Phase, IV, L.L.C. (as landlord).

FOURTH: The manner and basis of converting the shares of each corporation into shares, obligations, or other securities of the surviving corporation are as follows:

One share of the merging corporation shall be exchanged for 1/4 share of the surviving corporation.

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