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Called spoke w/ Maxine
she said to correct eff. date
to 12/29/08



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12/29/08--01048--012 **78.75

PO7-97221

FILED

08 Dec 29 PM 2:23

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Get Smart Kids Academy, Inc.
(Name of Surviving Party)

Please return all correspondence concerning this matter to:

Richard A. Golden, Esq.

(Contact Person)

Kramer & Golden, P.A.

(Firm/Company)

1175 NE 125 St., Suite 512

(Address)

North Miami, FL 33161

(City, State and Zip Code)

For further information concerning this matter, please call:

Richard A. Golden

(Name of Contact Person)

at

305

) 899-1800

(Area Code and Daytime Telephone Number)



Certified Copy (optional) \$8.75

STREET ADDRESS:

Registration Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

MAILING ADDRESS:

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



FLORIDA DEPARTMENT OF STATE
Division of Corporations

January 8, 2009

RICHARD A. GOLDEN, ESQUIRE
KRAMER & GOLDEN, P.A.
1175 NE 125 STREET, SUITE 512
NORTH MIAMI, FL 33161

SUBJECT: GET SMART KIDS ACADEMY, INC.
Ref. Number: P07000097221

We have received your document for GET SMART KIDS ACADEMY, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The effective date must be specific and cannot be prior to the date of filing.

If the effective date is for "ACCOUNTING PURPOSES ONLY" this must be stated by the effective date and it will be accepted.

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) 245-6918.

Nanette Causseaux
Document Specialist Supervisor

Letter Number: 509A00000630

**Articles of Merger
For
Florida Profit or Non-Profit Corporation**

FILED
08 Dec 29 PM 2:23
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The following Articles of Merger are submitted to merge the following Florida Profit and/or Non-Profit Corporation(s) in accordance with s. 607.1109 or 617.0302, Florida Statutes.

FIRST: The exact name, form/entity type, and jurisdiction for each merging party are as follows:

<u>Name</u>	<u>Jurisdiction</u>	<u>Form/Entity Type</u>
Get Smart Kids Academy, Inc.	Florida	Corporation
Keystone Point Investments, LLC	Florida	Limited liability company

P07-97221
L08-2943

SECOND: The exact name, form/entity type, and jurisdiction of the surviving party are as follows:

<u>Name</u>	<u>Jurisdiction</u>	<u>Form/Entity Type</u>
Get Smart Kids Academy, Inc.	Florida	Corporation

THIRD: The attached plan of merger was approved by each domestic corporation, limited liability company, partnership and/or limited partnership that is a party to the merger in accordance with the applicable provisions of Chapters 607, 608, 617, and/or 620, Florida Statutes.

FOURTH: The attached plan of merger was approved by each other business entity that is a party to the merger in accordance with the applicable laws of the state, country or jurisdiction under which such other business entity is formed, organized or incorporated.

FIFTH: If other than the date of filing, the effective date of the merger, which cannot be prior to nor more than 90 days after the date this document is filed by the Florida Department of State:

29 DECEMBER 2008

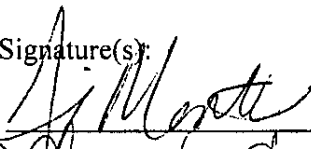
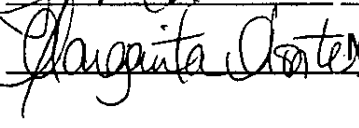
SIXTH: If the surviving party is not formed, organized or incorporated under the laws of Florida, the survivor's principal office address in its home state, country or jurisdiction is as follows:

SEVENTH: If the surviving party is an out-of-state entity, the surviving entity:

a.) Appoints the Florida Secretary of State as its agent for service of process in a proceeding to enforce any obligation or the rights of dissenting shareholders of each domestic corporation that is party to the merger.

b.) Agrees to promptly pay the dissenting shareholders of each domestic corporation that is a party to the merger the amount, if any, to which they are entitled under s. 607.1302, F.S.

EIGHTH: Signature(s) for Each Party:

Name of Entity/Organization:	Signature(s):	Typed or Printed Name of Individual:
Get Smart Kids Academy, Inc.		James Montes
Get Smart Kids Academy, Inc.		Margarita Montes

Corporations:	Chairman, Vice Chairman, President or Officer <i>(If no directors selected, signature of incorporator.)</i>
General Partnerships:	Signature of a general partner or authorized person
Florida Limited Partnerships:	Signatures of all general partners
Non-Florida Limited Partnerships:	Signature of a general partner
Limited Liability Companies:	Signature of a member or authorized representative

Fees: \$35.00 Per Party

Certified Copy (optional): \$8.75

FILED
09 JAN 26 PM 2:23
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

PLAN OF MERGER

FILED
08 Dec 29 PM 2:24
CLERK OF DISTRICT COURT
JULIA M. SEEL
TALLAHASSEE, FLORIDA

FIRST: The exact name, form/entity type, and jurisdiction for each **merging** party are as follows:

<u>Name</u>	<u>Jurisdiction</u>	<u>Form/Entity Type</u>
Get Smart Kids Academy, Inc.	Florida	Corporation
Keystone Point Investments, LLC	Florida	Limited liability company

SECOND: The exact name, form/entity type, and jurisdiction of the **surviving** party are as follows:

<u>Name</u>	<u>Jurisdiction</u>	<u>Form/Entity Type</u>
Get Smart Kids Academy, Inc.	Florida	Corporation

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

Merger of corporate entities into Get Smart Kids Academy, Inc., as the true and correct operating entity in that the correct intent was to have one (1) corporate entity operate a business and own its own real property - as there is exact identity of shareholders/directors and managers (for both existing corporations). The existence of the surviving party is for a mere change in shareholders' interest in the corporation and no exchange of value.

(Attach additional sheet if necessary)

FOURTH:

A. The manner and basis of converting the interests, shares, obligations or other securities of each merged party into the interests, shares, obligations or others securities of the survivor, in whole or in part, into cash or other property is as follows:

No exchange of value as there is exact identity of ownership in both
corporate entities. The former managers remain as shareholders/directors
of the surviving party.

(Attach additional sheet if necessary)

B. The manner and basis of converting the rights to acquire the interests, shares, obligations or other securities of each merged party into the rights to acquire the interests, shares, obligations or others securities of the survivor, in whole or in part, into cash or other property is as follows:

Same as above.

(Attach additional sheet if necessary)

FIFTH: If a partnership is the survivor, the name and business address of each general partner is as follows:

N/A

(Attach additional sheet if necessary)

SIXTH: If a limited liability company is the survivor, the name and business address of each manager or managing member is as follows:

N/A

(Attach additional sheet if necessary)

SEVENTH: Any statements that are required by the laws under which each other business entity is formed, organized, or incorporated are as follows:

N/A

FILED
08 Dec 29 PM 2:24
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

(Attach additional sheet if necessary)

EIGHTH: Other provision, if any, relating to the merger are as follows:

All assets of Keystone Point Investments, LLC shall be deemed merged
into the surviving party, to wit: Get Smart Kids Academy, Inc., without
payment or consideration as provided by Florida Statutes.

(Attach additional sheet if necessary)