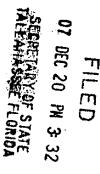
# P07000131770

(Re	equestor's Name)	
(Ad	ldress)	
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(Cit	ty/State/Zip/Phon	e #)
PICK-UP	☐ WAIT	MAIL
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(Do	cument Number)	)
Certified Copies	_ Certificate:	s of Status
Special Instructions to	Filing Officer:	
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	Office L	'v



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## **COVER LETTER**

Amendment Section

TO:

Division of Corporations				
SUBJECT: PERSEA AMERICANA INC				
(Name of Surviving Corporation)				
The enclosed Articles of Merger and fee are sub	mitted for filing.			
Please return all correspondence concerning this	s matter to following:			
ALBERTO LUZARRAGA				
(Contact Person)	<del></del>			
PERSEA AMERICANA INC				
(Firm/Company)	<del></del>			
44 LENOX ROAD				
(Address)				
SUMMIT, NJ 07901	•			
(City/State and Zip Code)				
For further information concerning this matter,	please call:			
To reacher information concerning and matter,	Section Control			
ALBERTO LUZARRAGA	At ( 908 ) 273-3206			
(Name of Contact Person)	(Area Code & Daytime Telephone Number)			
Certified copy (optional) \$8.75 (Please send	an additional copy of your document if a certified copy is requested)			
STREET ADDRESS:	MAILING ADDRESS:			
Amendment Section	Amendment Section			
Division of Corporations	Division of Corporations			
Clifton Building	P.O. Box 6327			
2661 Executive Center Circle Tallahassee, Florida 32301	Tallahassee, Florida 32314			

# **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 <u>surviving</u> corporation:

Name	<u>Jurisdiction</u>	Document Number (!f known/ applicable)			
PERSEA AMERICANA INC	FLORIDA	P07000131770			
Second: The name and jurisdiction of ea	ach merging corporation:	74 9			
Name	Jurisdiction	Document Number (If known/ applicable)			
PERSEA AMERICANA INC	FLORIDA	P07000131770			
AMERINVEST CORPORATION	NEW JERSEY	0100-6129-21 OFF 33			
Third: The Plan of Merger is attached.  Fourth: The merger shall become effect Department of State.	tive on the date the Articles of	Merger are filed with the Florida			
	cific date. NOTE: An effective date ys after merger file date.)	cannot be prior to the date of filing or more			
Fifth: Adoption of Merger by surviving The Plan of Merger was adopted by the state of the state	g corporation - (COMPLETE Of	NLY ONE STATEMENT)  Orderation on DECEMBER 19, 2007			
The Plan of Merger was adopted by the l		ing corporation on			
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 DECEMBER 19, 2007					
The Plan of Merger was adopted by the land sharehol	poard of directors of the merging	ng corporation(s) on			

(Attach additional sheets if necessary)

#### Seventh: SIGNATURES FOR EACH CORPORATION

Name of Corporation	Signature of an Officer or Director	Typed or Printed Name of Individual & Title
PERSEA AMERICANA INC	Maria T. Lyzanoge Lunding	MARIA T. LUZARRAGA, PRESIDENT
PERSEA AMERICANA INC	linky	ALBERTO LUZARRAGA, SECRETARY
AMERINVEST CORPORATION	cert for	ALBERTO LUZARRAGA, PRESIDENT
AMERINVEST CORPORATION	Haw T. Lugauge	MARIA T. LUZARRAGA, SECRETARY
**************************************		
	,	

### **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.

Name	<u>Jurisdiction</u>	
PERSEA AMERICANA INC	IC FLORIDA	
Second: The name and jurisdiction of each	th merging corporation:	
Name	Jurisdiction	
PERSEA AMERICANA INC	FLORIDA	
AMERINVEST CORPORATION	NEW JERSEY	
- Links on MA		

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

First: The name and jurisdiction of the surviving corporation:

The shareholders of Amerinvest Corporation, Alberto Luzarraga and Maria T. Luzarraga, that hold 100% of the shares of Amerinvest Corporation, will exchange such shares for an equal number of shares of Persea Americana Inc.

The officers of Amerinvest Corporation, Alberto Luzarraga and Maria T. Luzarraga, are instructed to submit corporate dissolution papers for Amerinvest Corporation in the State of New Jersey following the effective date of the merger with Persea Americana Inc.

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:

Exchange of shares on a one for one basis.

(Attach additional sheets if necessary)

#### THE FOLLOWING MAY BE SET FORTH IF APPLICABLE:

Amendments to the articles of incorporation of the surviving corporation are indicated below or attached:

# $\underline{OR}$

Restated articles are attached:

Other provisions relating to the merger are as follows: