

P08000007845

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

From: Account Name : CORPDIRECT AGENTS, INC.
Account Number : 110450000714
Phone : (850) 222-1173
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000626.83338

MERGER OR SHARE EXCHANGE

ERIC MOWER AND ASSOCIATES/SARASOTA, INC.

Certificate of Status	0
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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)
<u>Eric Mower and Associates/Sarasota, Inc.</u>	<u>Florida</u>	<u>P08000007845</u>

Second: The name and jurisdiction of each merging corporation:

<u>Name</u>	<u>Jurisdiction</u>	<u>Document Number</u> (If known/ applicable)
<u>Eric Mower and Associates/Sarasota, Inc.</u>	<u>New York</u>	<u>N/A</u>
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____

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 02/06/08

The Plan of Merger was adopted by the board of directors of the surviving corporation on _____ 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 02/06/08

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)

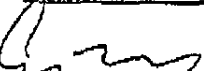
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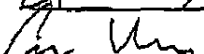
Seventh: SIGNATURES FOR EACH CORPORATIONName of CorporationSignature of an Officer or
DirectorTyped or Printed Name of Individual & Title

Eric Mower and Associates/Borsosa, Inc.



Eric Mower, President

Eric Mower and Associates/Borsosa, Inc.



Eric Mower, President

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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:

NameJurisdictionEric Mower and Associates/Sarasota, Inc.Florida

Second: The name and jurisdiction of each merging corporation:

NameJurisdictionEric Mower and Associates/Sarasota, Inc.New York

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

the surviving corporation shall succeed to, without further transfer, and shall possess and enjoy, all of the rights, privileges, immunities, powers and franchises both of a public and private nature, and all property, real, personal or mixed, and all debts due, and be subject to all of the restrictions, disabilities, duties and liabilities of the merging corporation existing as of the effective date; the assets and liabilities of merging corporation as of the effective date of the merger shall be taken up on the books of the surviving corporation at the amounts at which they shall be carried at that time on the books of the merging corporation.

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:

each share of the merging corporation shall be converted to one (1) share of the surviving corporation; none of the shares of the surviving corporation shall be converted, but all of such shares (including shares held in the treasury) shall remain issued shares of the surviving corporation.

(Attach additional sheets if necessary)

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