

Division of Corporations

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Florida Department of State
Division of Corporations
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AMND/RESTATE/CORRECT OR O/D RESIGN
DISCOUNT MAGAZINE SUBSCRIPTION SERVICE, INC.

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TALLAHASSEE, FLORIDA

**ARTICLES OF CORRECTION
TO
ARTICLES OF MERGER
FOR
DISCOUNT MAGAZINE SUBSCRIPTION SERVICE, INC.**

FIRST: The name of the surviving corporation is Discount Magazine Subscription Service, Inc., Document Number P08000008922.

SECOND: The attached Articles of Merger and Plan of Merger were filed on February 25, 2008, with an effective date of February 29, 2008.

THIRD: This amendment hereby modifies and corrects the effective date stated in Article Fourth of the Articles of Merger and Article Third, Section 2 of the Plan of Merger to be March 21, 2008.

The undersigned has executed this Amendment this 29th day of February, 2008.


ARTHUR BELFER, President

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ARTICLES OF MERGER

The following articles of merger are submitted in accordance with the Florida Business Corporation Act, pursuant to Florida Statutes Section 607.1105.

FIRST: The name and jurisdiction of the surviving corporation:

<u>Name</u>	<u>Jurisdiction</u>	<u>Document Number</u>
DISCOUNT MAGAZINE SUBSCRIPTION SERVICE, INC.	Florida	P08000008922

SECOND: The name and jurisdiction of each merging corporation:

<u>Name</u>	<u>Jurisdiction</u>	<u>Document Number</u>
DISCOUNT MAGAZINE SUBSCRIPTION SERVICE, INC.	New York	Not applicable

THIRD: The Plan of Merger is attached.

FOURTH: The merger shall become effective on February 29, 2008.

FIFTH: The Plan of Merger was adopted by the shareholders of the surviving corporation on the 25 day of February, 2008.

SIXTH: The Plan of Merger was adopted by the shareholders of the merging corporation on the 25 day of February, 2008.

DISCOUNT MAGAZINE SUBSCRIPTION SERVICE, INC.,
a Florida corporation

DISCOUNT MAGAZINE SUBSCRIPTION SERVICE, INC.,
a New York corporation

By: Arthur Belfer
Arthur Belfer, President

By: Arthur Belfer
Arthur Belfer, President

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PLAN OF MERGER

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, as part of a tax-free reorganization under Internal Revenue Code Section 368(a)(1)(F) to effect the mere change of the state of organization of the merging corporation to Florida.

FIRST: The name and jurisdiction of the surviving corporation:

DISCOUNT MAGAZINE SUBSCRIPTION SERVICE, INC., a Florida corporation.

SECOND: The name and jurisdiction of each merging corporation:

DISCOUNT MAGAZINE SUBSCRIPTION SERVICE, INC., a New York corporation.

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

1. **Merger.** In accordance with the provisions of the New York Business Corporation Law and the Florida Business Corporation Act, Discount Magazine Subscription Service, Inc., a New York corporation ("DMSS NY"), shall merge with and into Discount Magazine Subscription Service, Inc., a Florida corporation (the "Corporation") (the "Merger"), the separate existence of DMSS NY shall cease, and the Corporation shall survive the Merger and continue to exist as the surviving entity (the "Surviving Entity").

2. **Effective Date.** The Merger shall become effective as of the 29th day of February, 2008 (the "Effective Date").

3. **Effect of Merger.** The Merger shall have the effect set forth in the Florida Business Corporation Act.

4. **Surviving Shareholders.** The Shareholders of the Surviving Entity as of the Effective Date shall remain the Shareholders of the Surviving Entity following the Effective Date.

5. **Surviving Officers.** The officers of the Surviving Entity, in office immediately prior to the Effective Date, shall continue to be the officers of the Surviving Entity after the Merger and shall hold office in accordance with the Bylaws of the Surviving Entity.

FOURTH:

A. The manner and basis of converting the shares of the merging party into shares of the Surviving Entity, in whole or in part, into cash or other property are as follows:

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Immediately prior to the Effective Date, one hundred percent (100%) of the issued and outstanding shares of common stock of the merging party are owned by the same shareholder who owns one hundred percent (100%) of the issued and outstanding shares of common stock of the Surviving Entity. Upon the Effective Date, each share of common stock of the merging party then outstanding shall be cancelled. Each share of common stock of the Surviving Entity that is outstanding immediately prior to the Effective Date shall continue to represent a share of common stock of the Surviving Entity following the Merger.

B. The manner and basis of converting rights to acquire the interest, shares, obligations or other securities of the merging party into rights to acquire the interests, shares, obligations or other securities of the Surviving Entity, in whole or in part, into cash or other property is as follows:

There are no authorized or outstanding rights to acquire interests, shares, obligations or other securities of the merging party. Therefore, there is no manner or basis of converting rights to acquire interests, shares, obligations or other securities of the merging party into rights to acquire interests, shares, obligations or other securities of the Surviving Entity, in whole or in part, into cash or other property.

The parties have executed this Plan of Merger as of the 25 day of February, 2008.

DISCOUNT MAGAZINE SUBSCRIPTION
SERVICE, INC.,
a Florida corporation

DISCOUNT MAGAZINE SUBSCRIPTION
SERVICE, INC.,
a New York corporation

By: Arthur Belfer
Arthur Belfer, President

By: Arthur Belfer
Arthur Belfer, President