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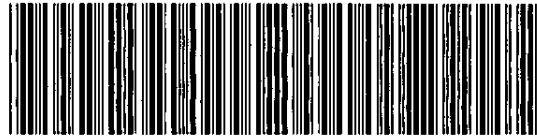
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09 AUG 28 AM 11:55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Marger
C.COULLETTE

SEP 01 2009

EXAMINER

KOHL & ASSOCIATES, P.L.C.

N. DEAN KOHL, JR.
KAREN M. DOBBINS

2055 SOUTH KANNER HIGHWAY
STUART, FLORIDA 34994

TELEPHONE 772-223-9999
FACSIMILE 772-223-9008

OF COUNSEL
ROBERT C. SOMMERVILLE

www.kohllaw.com

August 27, 2009

Amendment Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, Florida 32301

Sent by Federal Express

RE: KIDUCATION, INC. (surviving entity)

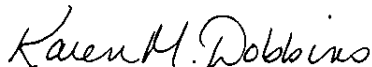
To Whom It May Concern:

Please find enclosed herewith Articles of Merger, together with the filing fee of \$70.00, plus an extra copy thereof and \$8.75 for the return of a Certified Copy of said Articles in the enclosed self-addressed, stamped envelope. Please direct all correspondence on this matter to:

Karen Dobbins, Esq.
Kohl & Associates, P.L.C.
2055 South Kanner Highway
Stuart, Florida 34994
kdobbins@kohllaw.com

Should you have any questions in this regard, please do not hesitate to contact me at 772-223-9999.

Very truly yours,



Karen M. Dobbins

Enclosures

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.

1. The name and jurisdiction of the **surviving** corporation is: **KIDUCATION, INC, a Florida corporation.**
2. The name and jurisdiction of the **merging** corporation is: **JCM FOUNDATION, CORP, a Florida corporation.**
3. The Plan of Merger is attached hereto and filed herewith.
4. The merger shall become effective on the date of filing.
5. The Plan of Merger by the **surviving** corporation was adopted by the Board of Directors and the Shareholders of the surviving corporation on August 27, 2009.
6. The Plan of Merger by the **merging** corporation was adopted by the Board of Directors and the Shareholders of the merging corporation on August 27, 2009.

Dated this 27th day of August, 2009.

Surviving Corporation:
KIDUCATION, INC., a Florida corporation

By: _____

Kimberly A. Gilbert, President

Merging Corporation:

JCM FOUNDATION, CORP, a Florida Corporation

By: _____

Kimberly A. Gilbert, President

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

PLAN OF MERGER
(profit corporations)

The following Plan of Merger is submitted in compliance with Section 607.1101, Florida Statutes.

1. The name and jurisdiction of the **surviving** corporation is: **KIDUCATION, INC, a Florida corporation.**
2. The name and jurisdiction of the **merging** corporation is: **JCM FOUNDATION, CORP, a Florida corporation.**
3. The terms and conditions of the merger are as follows:
 - a. The effective date of the merger shall be the date of filing of this Plan of Merger.
 - b. The sole asset of JCM FOUNDATION, CORP, is that certain real property located in Vero Beach, Florida, and more particularly described as follows:

Lots 6, 7, 8 and 9, Block 11, ORIGINAL TOWN OF VERO, according to the Plat thereof on file in the Office of the Clerk of the Circuit Court in and for St. Lucie County, Florida, recorded in Plat Book 2, Page 12, said lands situate, lying and being in Indian River County, Florida.
 - c. The property described hereinabove is subject to a mortgage securing repayment and performance of a loan recourse to both KIDUCATION, INC, and JCM FOUNDATION, CORP, such that it is not necessary for KIDUCATION, INC, to assume the loan and mortgage; however, if required by the lender thereunder, KIDUCATION, INC, will comply with said requirement.
4. The manner and basis of converting 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, in whole or in part, into cash or other property are as follows: Kimberly A. Gilbert is the sole shareholder of JCM FOUNDATION, CORP, and owns ten (10) common shares thereof. Kimberly A. Gilbert shall surrender said shares and receive in conversion therefor sixty (60) shares of KIDUCATION, INC, representing eighty-five percent (85%) of all issued shares in KIDUCATION, INC.

Dated this 27th day of August, 2009.

Surviving Corporation:
KIDUCATION, INC., a Florida corporation

By: _____

Kimberly A. Gilbert, President

Merging Corporation:
JCM FOUNDATION, CORP, a Florida
Corporation

By: _____

Kimberly A. Gilbert, President