

PO8000071047

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐

PICK-UP

☐

WAIT

☐

MAIL

(Business Entity Name)

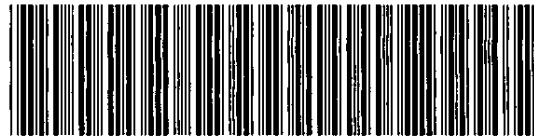
(Document Number)

Certified Copies _____

Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



500134111655

08/08/08--01034--014 **78.75

FILED

08 AUG -8 AM 9:54

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Meiser

6.000000 AUG 13 2008

COVER LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: GREEN VISION DESIGN CORP.
(Name of Surviving Corporation)

The enclosed Articles of Merger and fee are submitted for filing.

Please return all correspondence concerning this matter to following:

DAVID R. SHADDOCK
(Contact Person)

GREEN VISION DESIGN CORP.
(Firm/Company)

6768 RYDBERG CT.
(Address)

ROCKFORD, IL 61109
(City/State and Zip Code)

For further information concerning this matter, please call:

DAVID SHADDOCK
(Name of Contact Person)

At (815) 873-7196
(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:
Amendment Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, Florida 32301

MAILING ADDRESS:
Amendment Section
Division of Corporations
P.O. Box 6327
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 surviving corporation:

<u>Name</u>	<u>Jurisdiction</u>	<u>Document Number</u> (If known/ applicable)
<u>GREEN VISION DESIGN CORP.</u>	<u>FLORIDA</u>	<u>P08000071047</u>

Second: The name and jurisdiction of each merging corporation:

<u>Name</u>	<u>Jurisdiction</u>	<u>Document Number</u> (If known/ applicable)
<u>GREEN VISION DESIGN CORP.</u>	<u>DELAWARE</u>	<u>4406863</u>

FILED
08 AUG - 8 AM 9:54
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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 JULY 15, 2008.

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 JULY 15, 2008.

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)

Seventh: SIGNATURES FOR EACH CORPORATION

Name of Corporation

Signature of an Officer or Director

Typed or Printed Name of Individual & Title

FL- GREEN VISION DESIGN CORP.

David Goodwork

DAVID R. SHADDUCK PRESIDENT

DE. GREEN VISION DESIGN CORP.

David Chaddoff

DAVID R. SHADDOLK PRESIDENT

PLAN OF MERGER

(Not 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:

Name

Jurisdiction

GREEN VISION DESIGN CORP.

FLORIDA

Second: The name and jurisdiction of each merging corporation:

Name

Jurisdiction

GREEN VISION DESIGN CORP.

DELAWARE

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

THE DELAWARE JURISDICTION OF GREEN VISION DESIGN CORP. SHALL CEASE. THE FLORIDA JURISDICTION OF GREEN VISION DESIGN CORP. ("GVDF" HEREIN) SHALL SUCCEED, WITHOUT OTHER TRANSFER, TO ALL THE RIGHTS AND PROPERTIES OF THE DELAWARE JURISDICTION OF GREEN VISION DESIGN CORP. AND SHALL BE SUBJECT TO ALL THE DEBTS AND LIABILITIES OF SUCH CORPORATION AS IF GVDF HAD ITSELF INCURRED THEM. THE ARTICLES OF INCORPORATION, EXISTING ON THE EFFECTIVE DATE OF MERGER SHALL CONTINUE IN FULL FORCE ^{OF GVDF} UNTIL ALTERED OR AMENDED AS PROVIDED THEREIN. EACH SHARE OF THE COMMON STOCK, WITH NO PAR VALUE, OF THE DELAWARE JURISDICTION OF GREEN VISION DESIGN CORP. WILL HAVE VOTING RIGHTS EQUAL TO THE SAME NUMBER OF SHARES OF THE COMMON STOCK OF GVDF.

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: THE HOLDERS OF SHARES OF COMMON STOCK OF THE DELAWARE JURISDICTION OF GREEN VISION DESIGN CORP. SHALL BE ENTITLED TO RECEIVE IN EXCHANGE THE SAME NUMBER OF SHARES OF COMMON STOCK OF GVDF, NO PAR VALUE. THE PRESENTLY OUTSTANDING SHARES OF THE COMMON STOCK OF THE DELAWARE JURISDICTION OF GREEN VISION DESIGN CORP. WILL BE CANCELLED.
(Attach additional sheets if necessary)

— END OF ARTICLES OF MERGER —