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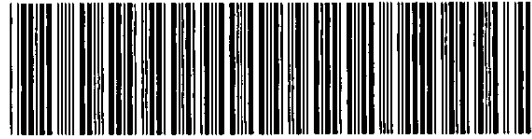
(Business Entity Name)

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DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

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09 JUL 24 PM 2:11

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

*Meizer*  
C.COULLIETTE

JUL 24 2009

EXAMINER

**COVER LETTER**

**TO:** Amendment Section  
Division of Corporations

**SUBJECT:** MEDISYN SYSTEMS INC.  
Name of Surviving Corporation

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

Please return all correspondence concerning this matter to following:

HERBERT D. HAUGHTON

Contact Person

IGLER & DOUGHERTY

Firm/Company

2457 CARE DR.

Address

TALLAHASSEE, FL 32308

City/State and Zip Code

john@crowcommercial.com

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

HERBERT D. HAUGHTON

Name of Contact Person

At ( 850 )

878-2411

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  
OF  
MEDICAL INTERNET SYNTHESIS, INC  
WITH AND INTO  
MEDISYN SYSTEMS, INC.

FILED  
09 JUL 24 PM 2:11  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLES OF MERGER by and between Medisyn Systems, Inc., a Florida corporation with its principal offices located at 2752 Hannon Hill Dr., Tallahassee, FL ("Medisyn") and Medical Internet Synthesis, Inc., a Florida corporation, with its principal offices also located at 2752 Hannon Hill Dr., Tallahassee, FL ("MISI") (collectively, the "Parties").

Under §607.1105 of the Florida Business Corporation Act (the "Act"), Medisyn Systems, Inc. and Medical Internet Synthesis, Inc. adopt the following Articles of Merger.

1. The Agreement and Plan of Merger dated June 10, 2009 ("Plan of Merger"), between Medisyn Systems, Inc. and Medical Internet Synthesis, Inc. was approved and adopted by the shareholders of Medical Internet Synthesis, Inc. on July 22, 2009 and was adopted by the Board of Directors of Medisyn Systems, Inc. on June 10, 2009, because shareholder approval of the Plan of Merger is not required by the shareholders of Medisyn Systems, Inc.

2. Under the Plan of Merger, all issued and outstanding shares of Medisyn Systems, Inc.'s stock will be acquired by means of a merger of Medisyn Systems, Inc. into Medisyn Systems, Inc. with Medisyn Systems, Inc. the surviving corporation ("Merger").

3. The Plan of Merger is attached as Exhibit A and incorporated by reference as if fully set forth.

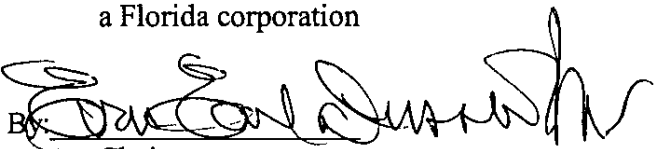
4. Under §607.1105(1)(b) of the Act, the date and time of the effectiveness of the Merger shall be upon the filing of these Articles of Merger with the Secretary of State of Florida

IN WITNESS WHEREOF, the parties have set their hands on July 23, 2009.

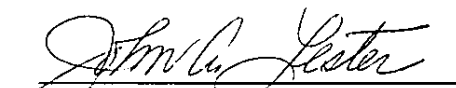
ATTEST:

  
Secretary

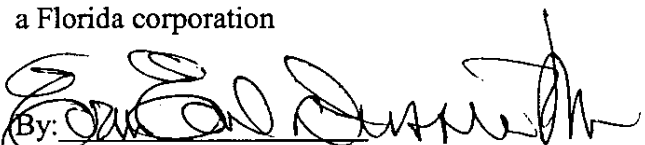
Medisyn Systems, Inc.  
a Florida corporation

By:   
Chairman

ATTEST:

  
Secretary

Medical Internet Synthesis, Inc.  
a Florida corporation

By:   
Chairman

PLAN OF MERGER  
BY AND BETWEEN  
MEDICAL INTERNET SYNTHESIS, INC  
AND  
MEDISYN SYSTEMS, INC.

Merger by and between Medisyn Systems, Inc., (the "Surviving Corp.") and Medical Internet Synthesis, Inc. , (the "Disappearing Corp.") (collectively the "Constituent Corporations"). This Merger is being effected under this Plan of Merger ("Plan") in accordance with §§607.1101 et seq. of the Florida Business Corporation Act (the "Act").

1. Articles of Incorporation. The Articles of Incorporation of Surviving Corp., as in effect immediately before the Effective Date of the Merger (the "Effective Date"), shall, without any changes, be the Articles of Incorporation of the Surviving Corp. from and after the Effective Date until further amended as permitted by law.

2. Distribution to Shareholders of the Constituent Corporations. On the Effective Date, each share of Disappearing Corp.'s common stock that shall be issued and outstanding at that time shall without more be converted into and exchanged for shares of Medisyn in accordance with this Plan. Each share of Surviving Corp.'s stock that is issued and outstanding on the Effective Date shall continue as outstanding shares of Surviving Corp.'s stock.

3. Satisfaction of Rights of Disappearing Corp. Shareholders. All shares of Surviving Corp.'s stock into which shares of Disappearing Corp.'s stock shall have been converted and become exchangeable for under this Plan shall be deemed to have been paid in full satisfaction of such converted shares.

4. Fractional Shares. Fractional shares of Surviving Corp.'s stock will not be issued.

5. Effect of Merger. On the Effective Date, the separate existence of Disappearing Corp. shall cease, and Surviving Corp. shall be fully vested in Disappearing Corp.'s rights, privileges, immunities, powers, and franchises, subject to its restrictions, liabilities, disabilities, and duties, all as more particularly set forth in §607.1106 of the Act.

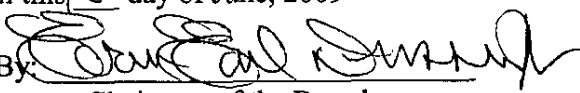
6. Supplemental Action. If at any time after the Effective Date Surviving Corp. shall determine that any further conveyances, agreements, documents, instruments, and assurances or any further action is necessary or desirable to carry out the provisions of this Plan, the appropriate officers of Surviving Corp. or Disappearing Corp., as the case may be, whether past or remaining in office, shall execute and deliver, on the request of Surviving Corp., any and all proper conveyances, agreements, documents, instruments, and assurances and perform all necessary or proper acts, to vest, perfect, confirm, or record such title thereto in Surviving Corp., or to otherwise carry out the provisions of this Plan.

7. Filing with the Florida Secretary of State and Effective Date. On the Closing, as provided in the Agreement of Merger of which this Plan is a part, Disappearing Corp. and Surviving Corp. shall cause their respective Presidents (or Vice Presidents) to execute Articles of Merger in the form attached to this Agreement and on such execution this Plan shall be deemed incorporated by reference into the Articles of Merger as if fully set forth in such Articles and shall become an exhibit to such Articles of Merger. Thereafter, such Articles of Merger shall be delivered for filing by Surviving Corp. to the Florida Secretary of State. In accordance with §607.1105(1)(b) of the Act, the Articles of Merger shall specify the "Effective Date," which shall be the filing date of the Articles as specified herein or in the Agreement of Reorganization.

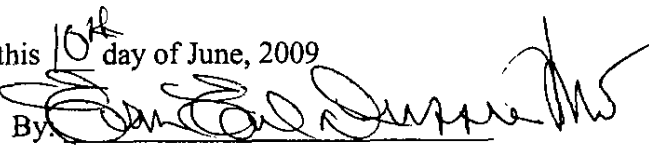
8. Amendment and Waiver. Any of the terms or conditions of this Plan may be waived at any time by the one of the Constituent Corporations which is, or the shareholders of which are, entitled to the benefit thereof by action taken by the Board of Directors of such party, or may be amended or modified in whole or in part at any time before the vote of the shareholders of the Constituent Corporations by an agreement in writing executed in the same manner (but not necessarily by the same persons), or at any time thereafter as long as such change is in accordance with §607.1103 of the Act.

9. Termination. At any time before the Effective Date (whether before or after filing of Articles of Merger), this Plan may be terminated and the Merger abandoned by mutual consent of the Boards of Directors of both Constituent Corporations, notwithstanding favorable action by the shareholders of the respective Constituent Corporations.

Adopted by the Board of Directors of Medisyn this 10<sup>th</sup> day of June, 2009

By:   
Chairman of the Board

Adopted by the Board of Directors of MISI this 10<sup>th</sup> day of June, 2009

By:   
Chairman of the Board