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Division of Corporations
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MERGER OR SHARE EXCHANGE

Advanced Trading Company International, Inc.

Certificate of Status	0
Certified Copy	1
Page Count	07
Estimated Charge	\$78.75

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 TALLAHASSEE, FLORIDA

6-30-10
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ARTICLES OF MERGER

**ARTICLES OF MERGER OF
ADVANCED TRADING COMPANY, INC., a Maryland corporation
(hereinafter "Merging corporation")
WITH AND INTO
ADVANCED TRADING COMPANY INTERNATIONAL, INC., a Florida corporation
(hereinafter "Surviving corporation")**

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

FIRST: The exact name, street address of its principal office, jurisdiction, Document Number of the Surviving corporation is:

<u>Name and Street Address</u>	<u>Jurisdiction</u>	<u>Document Number: (If known/applicable)</u>
ADVANCED TRADING COMPANY INTERNATIONAL, INC. 3443 Gulf Shore Boulevard North Apt. 514 Naples, FL 34103	Florida	P10000054244

SECOND: The exact name, street address of its principal office, jurisdiction, Document Number of the Merging corporation is:

<u>Name and Street Address</u>	<u>Jurisdiction</u>	<u>Document Number: (If known/applicable)</u>
ADVANCED TRADING COMPANY, INC. 5 South Market Street Suite 302 Frederick, MD 21701	Maryland	D05170923

THIRD: The Plan of Merger is attached hereto as Exhibit A.

FOURTH: The merger shall become effective on the date the Articles of Merger are filed with the Florida Department of State (the "Effective Date").

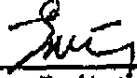
FIFTH: The Plan of Merger was adopted by the shareholders of the Surviving corporation by written consent on June 28, 2010.

SIXTH: The Plan of Merger was adopted by the shareholders of the Merging corporation by written consent on June 23, 2010.

SEVENTH: The Articles of Merger comply and were executed in accordance with the laws of the State of Florida and the State of Maryland.

ADVANCED TRADING COMPANY, INC.
a Maryland corporation, Merging corporation

By: _____


Elin Oylkman, President

ADVANCED TRADING COMPANY
INTERNATIONAL, INC.
a Florida corporation, Surviving corporation

By: _____


Elin Oylkman, President

Exhibit A

PLAN OF MERGER

ADVANCED TRADING COMPANY, INC., a Maryland corporation
(hereinafter "Merging corporation")
WITH AND INTO
ADVANCED TRADING COMPANY INTERNATIONAL, INC., a Florida corporation
(hereinafter "Surviving corporation")

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.

WHEREAS, the Articles of Incorporation of the Surviving corporation were filed in the office of the Secretary of State of Florida on June 28, 2010;

WHEREAS, the Articles of Incorporation of Merging corporation were filed in the office of the State of Maryland on December 22, 1998;

WHEREAS, the Directors and Shareholders of the Surviving corporation and Directors and Shareholders of the Merging corporation have authorized the merger of Merging corporation with and into Surviving corporation pursuant to the Plan set forth herein, in the manner prescribed by applicable Florida and Maryland law;

NOW THEREFORE, the merger of the Merging corporation with and into Surviving corporation shall be accomplished as follows:

FIRST: The name and jurisdiction of the Surviving corporation:

Name:

Jurisdiction:

ADVANCED TRADING
COMPANY INTERNATIONAL, INC.
3443 Gulf Shore Boulevard North
Apt. 514
Naples, FL 34103

Florida

SECOND: The name and jurisdiction of the Merging corporation:

Name:

Jurisdiction:

ADVANCED TRADING
COMPANY, INC.
5 South Market Street
Suite 302
Frederick, MD 21701

Maryland

THIRD: The terms and conditions of the merger (the "Merger") are as follows:

As of the date of filing of the Articles of Merger (the "Effective Date"), the terms and conditions of this Merger and the mode of carrying it into effect are as follows:

3.1. The Articles of Incorporation and the Bylaws of Surviving corporation shall remain in effect and unchanged as a result of this Merger.

3.2. The Shareholders of the Merging corporation shall be the Shareholders of Surviving corporation after the Merger.

3.3. The Unanimous Stockholders Agreement of the Merging corporation shall govern the relationship of the Shareholders of the Surviving corporation as if adopted by the Surviving corporation and the Surviving corporation, except that

- a. The article regarding the election to be an S corporation shall be void.
- b. The governing law shall be Florida law and the venue for any disputes shall be Collier County or the Middle District of Florida (Fort Myers Division).

3.4. Merging corporation shall pay all expenses incident to this Merger.

3.5. Upon the Effective Date, the separate existence of Merging corporation shall cease, and the Surviving corporation shall succeed to all the rights, privileges, immunities and franchises, and all the property, real, personal, and mixed of the Merging corporation, without the necessity for any separate transfer. Title to all property, whether real, personal and mixed, tangible and intangible, and all debts due to Merging corporation shall be vested in Surviving corporation, and the title to any real estate, whether by deed or otherwise, vested in Merging corporation shall not revert or be in any way impaired by reason of this merger, provided that all rights of creditors and all liens upon the property of Merging corporation shall be preserved unimpaired.

3.6. Following the merger, Surviving corporation shall cause a copy of the Articles of Merger and Plan of Merger, and such other documents as the president of Surviving corporation shall deem necessary, in his reasonable discretion, to be filed in the office of the official who is the recording officer of each County in the State of Florida and each County in the State of Maryland in which real property, if any, of Merging corporation is situated.

3.6. If, at any time, Surviving corporation shall deem it advisable that any further assignments or assurances in law or any things necessary or desirable to vest in Surviving corporation, according to the terms hereof, the title to any property or rights of Merging corporation, the proper directors, officers and/or agents of Merging corporation shall execute and make all such proper assignments and assurances and do all things necessary and proper to vest title in such property or rights in Surviving corporation, and otherwise to carry out the purposes of this Plan.

FOURTH: The manner and basis of converting the shares of Merging corporation into shares, obligations, or other securities of the Surviving corporation into cash or other property are as follows:

4.1. Each share of the Surviving corporation issued and outstanding on the Effective Date and all rights in respect thereof, shall, by virtue of the merger and without any action on the part of the holder, remain outstanding as one share.

4.2. Any and all shares of Merging corporation, by virtue of the merger and without further action on the part of the holders, shall upon the Effective Date of the merger, be deemed cancelled and extinguished and shall cease to exist.

4.3. The transfer books of Merging corporation shall be closed as of the close of business on the Effective Date and no transfer of record of any of the shares of capital stock of Merging Corporation shall take place thereafter.

4.4. Any rights (if any) to acquire interests, shares, obligations or other securities of Merging corporation as of the Effective Date, by virtue of the merger and without any action by any party or holder, shall be deemed terminated.

FIFTH: The merger is intended to qualify as a tax-free reorganization, within the meaning of Section 368(a)(1)(F) of the Internal Revenue Code of 1986, as amended (the "Code").

SIXTH: This Plan of Merger may be terminated and the merger abandoned at any time before the Effective Date and whether before or after approval of this Plan of Merger by the Shareholders of the Merging corporation if the Shareholders of the Surviving corporation duly adopt a resolution abandoning this Plan of Merger.

SEVENTH: This Plan of Merger may be executed in one or more counterparts, each of which shall be deemed an original, and a facsimile signature shall be deemed an original.

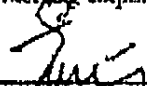
The parties have caused this Plan to be executed by their duly authorized Directors and Shareholders as of this 28 day of June, 2010.

[The Remainder of this Page Intentionally Left Blank Signature Page to Immediately Follow]

SIGNATURE PAGE TO PLAN OF MERGER

ADVANCED TRADING COMPANY, INC., a Maryland corporation
(hereinafter "Merging corporation")
WITH AND INTO
ADVANCED TRADING COMPANY INTERNATIONAL, INC., a Florida corporation
(hereinafter "Surviving corporation")

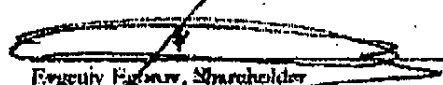
ADVANCED TRADING COMPANY, INC., a
Maryland corporation, Merging corporation



Efim Oykhtman, Shareholder and Director

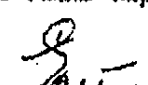


Peter Oykhtman, Shareholder and Director



Evgeniy Egorov, Shareholder

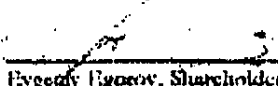
ADVANCED TRADING COMPANY
INTERNATIONAL INC., a Florida corporation,
Surviving corporation



Efim Oykhtman, Shareholder and Director



Peter Oykhtman, Shareholder and Director



Evgeniy Egorov, Shareholder