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### MERGER OR SHARE EXCHANGE SOURCING INTERESTS GROUP, INC.

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**EXAMINER** 

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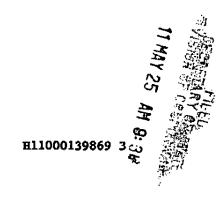
# ARTICLES OF MERGER SOURCING INTERESTS GROUP, a California corporation with and into SOURCING INTERESTS GROUP, INC., a Florida corporation

The following articles of merger are submitted in accordance with the Florida Business Corporation Act, pursuant to Section 607.1105, Florida Statutes. SOURCING INTERESTS GROUP, a California corporation and SOURCING INTERESTS GROUP, INC., a Florida corporation submit the following Articles of Merger:

1.	The name and jurisdiction of the surviving corporation:  SOURCING INTERESTS GROUP, INC., a Florida corporation  Document Number: P11000048397	
2.	The name and jurisdiction of the merging corporation: SOURCING INTERESTS GROUP, a California corporation Entity Number: C1757105	
3,	The Plan of Merger between the parties is attached to this Articles of Merger as Exhibit "A" and incorporated herein.	
4.	In accordance with the Plan of Merger, the effective date of the merger shall be the date of filing these Articles of Merger with the Secretary of State of the Florida Division of Corporations.	
5,	The Plan of Merger has been approved by the shareholders of the surviving corporation on, 2011.	
6.	The Plan of Merger was adopted by the shareholders of the merging corporation on May 20 , 2011.	
	TNESS WHEREOF, the parties hereto have caused the Articles of Merger to be 25th day of May 2011.	
SOURCING IN a California corp	TERESTS GROUP SOURCING INTERESTS GROUP, INC. a Florida corporation	
By: <u>A au</u>	By: Dawn Tiura Evans, President  Dawn Tiura Evans, President	
,		

Jonathan L. Hay, Esq. Purcell, Flanagan, Hay & Greene, P.A. 1548 Lancaster Terrace Jacksonville, Florida 32204 (904) 355-0355 Fla. Bar No.: 456586

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### PLAN OF MERGER

This PLAN OF MERGER is dated May 25, 2011, by SOURCING INTERESTS GROUP, a California corporation, with and into SOURCING INTERESTS GROUP, INC., a Florida corporation.

#### **STIPULATIONS**

- A. SOURCING INTERESTS GROUP, is a corporation duly organized and existing under the laws of the State of California (hereinafter referred to as "SIG CA").
- B. SOURCING INTERESTS GROUP, INC., is a corporation duly organized and existing under the laws of the State of Florida (hereinafter referred to as "SIG FL").
- C. The Board of Directors and Shareholders of SIG CA, and the Board of Directors and Shareholders of SIG FL, deem it desirable and in the best business interests of the corporations that SIG CA be merged with and into SIG FL, pursuant to the provisions of Sections 607.1101 et seq. of the Florida Business Corporation Act.

In consideration of the mutual covenants, and subject to the terms and conditions set forth below, SIG CA and SIG FL agree as follows:

- 1. Merger. SIG CA shall merge with and into SIG FL. SIG FL shall be the surviving corporation.
- 2. Terms and Conditions. On the effective date of the merger, the separate existence of SIG CA shall cease, and SIG FL as the surviving corporation, shall succeed to all of the rights, privileges, immunities, and franchises, and all of the property, real, personal, and mixed, of SIG CA without the necessity for any separate transfer. SIG FL as the surviving corporation, shall then be responsible and liable for all liabilities and obligations of SIG CA, and neither the rights of creditors nor any liens on the property of the absorbed corporation shall be impaired by the merger.
- 3. Conversion of Shares. The manner and basis of converting the shares of stock of the absorbed SIG CA into shares of the surviving SIG FL is as follows:
  - (a) On the effective date of the merger, each outstanding share of SIG CA common stock shall cease to be outstanding and cancelled, and no payment shall be made nor consideration paid with respect thereto.

- (b) Each issued and outstanding share of SIG FL common stock shall remain issued and outstanding after the effective date of the merger, and the merger shall have no effect on any shares of SIG FL common stock that are issued and outstanding.
- 4. Changes in Articles of Incorporation. The articles of incorporation of the surviving SIG FL shall continue to be its articles of incorporation following the effective date of the merger.
- 5. Changes in Bylaws. The Bylaws of the surviving SIG FL shall continue to be its bylaws following the effective date of the merger.
- 6. Directors and Officers. The directors and officers of the surviving SIG FL shall continue to be the directors and officers of the surviving SIG FL for the full unexpired terms of their offices and until their successors have been elected or appointed and qualified following the effective date of the merger.
- 7. Prohibited Transactions. Neither SIG CA or SIG FL shall, prior to the effective date of the merger, engage in any activity or transaction other than in the ordinary course of business, except that the business entities may take all action necessary or appropriate under the laws of the State of Florida to consummate this merger.
- 8. Approval by Shareholders. This Plan of Merger shall be submitted for the approval of the Shareholders of SIG CA and the Shareholders of SIG FL in the manner provided by the applicable laws of the State of Florida.
- 9. Effective Date of Merger. The effective date of this merger shall be the date when articles of merger are filed by the Florida Department of State.
- 10. Abandonment of Merger. This plan of merger may be abandoned by action of the Board of Directors of SIG CA, or the Board of Directors of SIG FL at any time prior to the effective date of the merger.
- 11. Execution of Agreement. This plan of merger may be executed in any number of counterparts, and each counterpart shall constitute an original instrument.

	s hereto have caused this Plan of Merger to be uly authorized officers on the 25th day of
SOURCING INTERESTS GROUP a California corporation	SOURCING INTERESTS GROUP, INC. a Florida corporation
By: <u>Name Young Evans</u> Dawn Tiura Evans, President	By: Nau June Clane Dawn Tiura Evans, President

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