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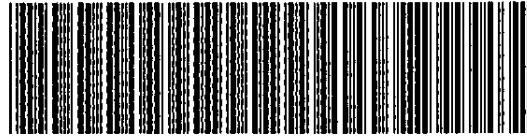
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SECRETARY OF STATE
TALLAHASSEE FLORIDA

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Merger AC
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ESTATE PLANNING, TRUST, AND PROBATE LAW
THE STATE BAR OF CALIFORNIA
BOARD OF LEGAL SPECIALIZATION

December 14, 2011

FILE ON RUSH BASIS

VIA FEDERAL EXPRESS

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

RE: SLL, Inc. Merger

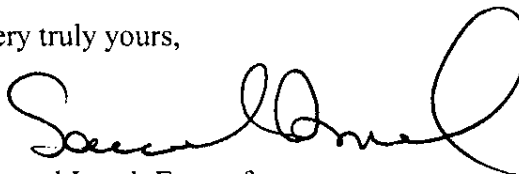
To whom it may concern:

I have attached to this letter another letter describing the merger of two corporations, one being a California corporation and the other being a Florida corporation. I have also enclosed a check in the amount of \$78.75 for the filing fee and a request of one certified copy of the Articles of Merger.

Please return the filed Certified Articles of Merger and Plan of Merger form back to me at the above address at your earliest convenience by federal express. Our federal express billing account number is 1569-9753-6. If you can fax it back to me, that would also be appreciated. My fax number is listed above.

If you have any questions concerning the foregoing, please give me a call.

Very truly yours,



Samuel Israel, Esq. of
ISRAEL, FRIEDBERG & KORBATOV, LLP

COVER LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: SLL Florida, 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:

Samuel Israel

Contact Person

Israel, Friedberg & Korbato, LLP

Firm/Company

11601 Wilshire Blvd., Suite 2200

Address

Los Angeles, CA 90025

City/State and Zip Code

sisrael@ifklaw.com

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

For further information concerning this matter, please call:

Samuel Israel

Name of Contact Person

At (310)

553-2200

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>SLL Florida, Inc.</u>	<u>Florida</u>	<u>P11000095484</u>

Second: The name and jurisdiction of each merging corporation:

<u>Name</u>	<u>Jurisdiction</u>	<u>Document Number</u> (If known/ applicable)
<u>SLL, Inc.</u>	<u>California</u>	<u>C2453908</u>
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____

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 November 17, 2011.

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 November 17, 2011.

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)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA


Seventh: **SIGNATURES FOR EACH CORPORATION**

Name of Corporation

Signature of an Officer or
Director

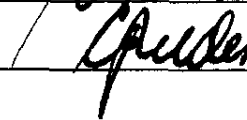
Typed or Printed Name of Individual & Title

SLL, Inc.



George Rudes, President

SLL Florida, Inc.



George Rudes, President

PLAN OF MERGER

(Non Subsidiaries)

11/17/2011

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:

<u>Name</u>	<u>Jurisdiction</u>
SLL Florida, Inc.	Florida

Second: The name and jurisdiction of each merging corporation:

<u>Name</u>	<u>Jurisdiction</u>
SLL, Inc.	Calirnia

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

On the Effective Date, Merging Corporation will be merged with and into Surviving Corporation (the "Merger"). Surviving Corporation will be the surviving corporation (hereinafter sometimes called the "Surviving Corporation"). On the Effective Date, the separate corporate existence of Merging Corporation will cease, and Surviving Corporation will succeed to the properties, rights, privileges, powers, immunities, and franchises of Merging Corporation. All rights of creditors and all liens on the property of Merging Corporation will be preserved, unimpaired, limited in lien to the property affected by such liens immediately before the merger. *Effective Date is the date of filing this Plan of Merger with Florida Secretary of State.*

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:

By virtue of the Merger and without any further action, each outstanding share of Merging Corporation's Common Stock will be converted into one share of Common Stock of the Surviving Corporation.


(Attach additional sheets if necessary)

FIFTH: The name of the Surviving Corporation shall be changed to SLL, Inc.

IN WITNESS WHEREOF, each of the parties has caused this Agreement to be executed on its behalf by its duly authorized officers, all as of the day and year first above written.

"Surviving Corporation"

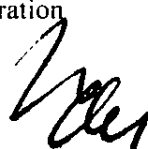
SLL Florida, Inc., a Florida corporation

By: 
George Rudes, President

By: 
Leslie Rudes, Secretary

"Merging Corporation"

SLL, Inc., a California corporation

By: 
George Rudes, President

By: 
Lisa Rudes Sandel, Secretary