

P11000104939

(Requestor's Name)

(Address)

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(City/State/Zip/Phone #)

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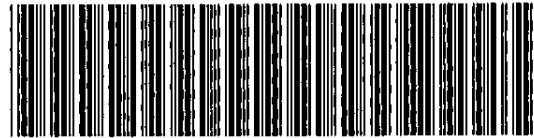
(Business Entity Name)

(Document Number)

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DIVISION OF CORPORATIONS  
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*Merger*  
C.COULLETTE

JAN 06 2012

EXAMINER

**COVER LETTER**

**TO:** Amendment Section  
Division of Corporations

**SUBJECT:** E DERIVATIVES, 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:

WILLIAM J. KEEPHART, CPA

Contact Person

WILLIAM J. KEEPHART, CPA, P.A.

Firm/Company

2281 BRUNSWICK PIKE U.S. ROUTE ONE

Address

LAWRENCEVILLE, NJ 08648

City/State and Zip Code

WKEEPHART@AOL.COM

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

For further information concerning this matter, please call:

WILLIAM J. KEEPHART, CPA

Name of Contact Person

At ( 609 )

599-8800

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>E DERIVATIVES, INC.</u>	<u>FLORIDA</u>	<u>P11000104939</u>

**Second:** The name and jurisdiction of each merging corporation:

<u>Name</u>	<u>Jurisdiction</u>	<u>Document Number</u> (If known/ applicable)
<u>E DERIVATIVES, INC.</u>	<u>NEW JERSEY</u>	

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**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 12-15-2011.

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 12-15-2011.

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)

**Seventh: SIGNATURES FOR EACH CORPORATION**

Name of Corporation

Signature of an Officer or  
Director

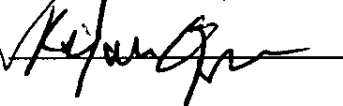
Typed or Printed Name of Individual & Title

E DERIVATIVES, INC. (FL)



RAJAN CHOPRA      PRESIDENT

E DERIVATIVES, INC. (NJ)



RAJAN CHOPRA      PRESIDENT

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## **PLAN OF MERGER**

**(Non 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

E DERIVATIVES, INC.

FLORIDA

**Second:** The name and jurisdiction of each **merging** corporation:

Name

Jurisdiction

E DERIVATIVES, INC.

NEW JERSEY

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

E DERIVATIVES, INC. (a New Jersey Corporation) shall merge with and into E DERIVATIVES, INC. (a Florida Corporation), with E DERIVATIVES, INC. (a Florida Corporation) being the Surviving Corporation. E DERIVATIVES, INC. (a Florida Corporation) shall continue to be governed by the laws of the State of Florida. No changes to the Articles of Incorporation of the Surviving Corporation will be effected by the merger.

**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:

See Following Page

*(Attach additional sheets if necessary)*

THE FOLLOWING MAY BE SET FORTH IF APPLICABLE:

Amendments to the articles of incorporation of the surviving corporation are indicated below or attached:  
Not Applicable

OR

Restated articles are attached:  
Not Applicable

Other provisions relating to the merger are as follows:

Item Number 4 From Preceding Page:

1,000 shares of Common Stock of E DERIVATIVES, INC. (a New Jersey Corporation) shall be merged and converted into 1,000 shares of Common Stock of E DERIVATIVES, INC. (a Florida Corporation), the Surviving Corporation. All of the issued and outstanding shares of the Common Stock held by E DERIVATIVES, INC. (a New Jersey Corporation) immediately before the effective date shall, by virtue of the merger and at the effective date, cease to exist and the certificates representing such shares shall be canceled.

Additional Information:

The Bylaws and the Articles of Incorporation under which E DERIVATIVES, INC. (a Florida Corporation), the Surviving Corporation was organized will continue to exist; and, conversely, the Bylaws and Articles of Incorporation of E DERIVATIVES, INC. (a New Jersey Corporation) will not continue to exist after the effective date of the merger.