

P93000084/35
Florida Department of State

Division of Corporations

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MERGER OR SHARE EXCHANGE

G-P CC Stores, Inc.

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September 11, 2007 -

FLORIDA DEPARTMENT OF STATE
Division of Corporations

G-P CC STORES, INC.
2295 CORPORATE BLVD NW
STE - 222
BOCA RATON, FL 33431-7330US

SUBJECT: G-P CC STORES, INC.
REF: P93000084135 -

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TEL : 8502221092
SER. # : BROE4J579634

TRANSMISSION VERIFICATION REPORT

2007 SEP 10 AM 9:49

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:

Name	Jurisdiction	Document Number (if known/ applicable)
G-P CC STORES, INC.	Florida	

Second: The name and jurisdiction of each merging corporation:

Name	Jurisdiction	Document Number (if known/ applicable)
HC TERMINAL, INC.	Florida	
G-P RB LAND, INC.	Florida	
G-P RB BUILDING, INC.	Florida	
G-P MX, INC.	Florida	
See Continuation Schedule		

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 Sept. 4, 2007

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 Sept. 4, 2007

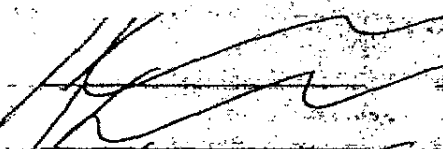


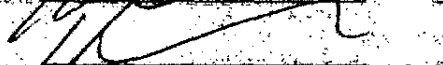





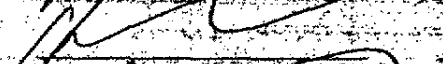

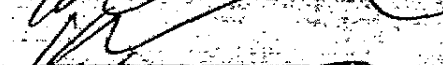


The Plan of Merger was adopted by the board of directors of the merging corporation(s) on and shareholder approval was not required.

(Attach additional sheets if necessary)

CONTINUATION SCHEDULE
TO
ARTICLES OF MERGER

<u>Name of Corporation</u>	<u>Jurisdiction</u>	<u>Document Number</u>
<u>G-P NH6 GROUP II, INC.</u>	<u>Florida</u>	
<u>G-P NH6 GROUP III, INC.</u>	<u>Florida</u>	
<u>G-P NH6 GROUP IV, INC.</u>	<u>Florida</u>	
<u>G-P NH6 GROUP V, INC.</u>	<u>Florida</u>	
<u>RHSEF, INC.</u>	<u>Florida</u>	
<u>G-P NH6 ILL, INC.</u>	<u>Florida</u>	
<u>G-P NORT, INC.</u>	<u>Florida</u>	
<u>1731, INC.</u>	<u>Florida</u>	
<u>SPHS, INC.</u>	<u>Florida</u>	

Seventh: SIGNATURES FOR EACH CORPORATION

<u>Name of Corporation</u>	<u>Signature of an Officer or Director</u>	<u>Typed or Printed Name of Individual & Title</u>
G-P CC STORES, INC.		Howard Herrick, President
HC TERMINAL, INC.		Howard Herrick, President
G-P RB LAND, INC.		Howard Herrick, President
G-P RB BUILDING, INC.		Howard Herrick, President
G-P MX, INC.		Howard Herrick, President
G-P NH6 GROUP II, INC.		Howard Herrick, President
G-P NH GROUP III, INC.		Howard Herrick, President
G-P NH6 GROUP IV, INC.		Howard Herrick, President
G-P NH6 GROUP V, INC.		Howard Herrick, President
RHSEF, INC.		Howard Herrick, President
G-P NH6 ILL, INC.		Howard Herrick, President
G-P NORT, INC.		Howard Herrick, President
1731, INC.		Howard Herrick, President
SPHS, INC.		Howard Herrick, President

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:

<u>Name</u>	<u>Jurisdiction</u>
<u>G-P CC STORES, INC.</u>	<u>Florida</u>

Second: The name and jurisdiction of each merging corporation:

<u>Name</u>	<u>Jurisdiction</u>
<u>HC TERMINAL, INC.</u>	<u>Florida</u>
<u>G-P RB LAND, INC.</u>	<u>Florida</u>
<u>G-P RB BUILDING, INC.</u>	<u>Florida</u>
<u>G-P MX, INC.</u>	<u>Florida</u>
<u>See Continuation Schedule</u>	

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

Each of the merging corporation shall be merged into the surviving corporation. All assets and liabilities of every nature and description of the merging corporations shall become and continue as the assets and liabilities of the surviving corporation. The issued and outstanding shares of all constituent corporations are held by the same shareholders in the same percentages and the shareholders shall continue to own the shares of the surviving corporation in the same percentages.

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:

The issued and outstanding shares of each merging corporation shall be converted solely into shares of the surviving corporation. Each shareholder of a merging corporation shall surrender his share certificates of each of the merging corporations and shall receive in exchange one share of the surviving corporation for each share surrendered.

CONTINUATION SCHEDULE
TO
PLAN OF MERGER

<u>Name of Corporation</u>	<u>Jurisdiction</u>
<u>G-P NH6 GROUP II, INC.</u>	<u>Florida</u>
<u>G-P NH6 GROUP III, INC.</u>	<u>Florida</u>
<u>G-P NH6 GROUP IV, INC.</u>	<u>Florida</u>
<u>G-P NH6 GROUP V, INC.</u>	<u>Florida</u>
<u>RHSEF, INC.</u>	<u>Florida</u>
<u>G-P NH6 ILL, INC.</u>	<u>Florida</u>
<u>G-P NORT, INC.</u>	<u>Florida</u>
<u>173L, INC.</u>	<u>Florida</u>
<u>SPHS, INC.</u>	<u>Florida</u>

THE FOLLOWING MAY BE SET FORTH IF APPLICABLE:

Amendments to the articles of incorporation of the surviving corporation are indicated below or attached:

None

OR

Restated articles are attached:

N/A

Other provisions relating to the merger are as follows:

None