

P94000009801

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FILED
99 JUL -1 PM 2:19
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

June 30, 1999

Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

RE: Articles of Merger
Appelman/Schauben Co. Inc.
Louise Appelman, Inc.

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-07/01/99--01054--009
*****70.00 *****70.00

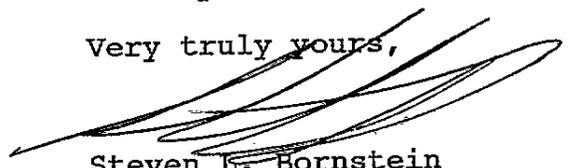
Dear Sir or Madam:

Kindly find enclosed Articles Of Merger regarding the above-referenced corporations. Please file these Articles upon your receipt of same in order that the effective date of such merger shall be July 1, 1999.

I have also enclosed my check in the amount of Seventy (\$70.00) dollars made payable to the Secretary of State representing the filing fee for the Articles of Merger.

Thank you for your attention to this matter.

Very truly yours,



Steven L. Bornstein

ab/sb
encl.

Brenda gave Authorization correct
name of the Servicing Corp.
7/8 JB

Merger

V. SHEPARD JUL 12 1999

ARTICLES OF MERGER
Merger Sheet

MERGING: -----

LOUISE APPELMAN, INC. a Florida corporation, 664138

INTO

APPELMAN/SCHAUBEN & CO., INC., a Florida corporation, P94000009801.

File date: July 1, 1999

Corporate Specialist: Velma Shepard

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF MERGER
(Profit Corporation)

The following Articles of Merger are submitted in accordance with the Florida Business Corporation Act, pursuant to section 607.1105, F.S.

First

The name and jurisdiction of the surviving corporation are:

Appelman/Schauben^d Co., Inc. State of Florida

Second

The name and jurisdiction of each merging corporation are:

Louise Appelman, Inc. State of Florida

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.

Fifth

Adoption of merger by surviving corporation:

The Plan of Merger was adopted by the shareholders of the surviving corporation on JUNE 2, 1999.

Sixth

Adoption of merger by merging corporation:

The Plan of Merger was adopted by the shareholders of the merging corporation on June 2, 1999.

Seventh
Signatures

Louise Appelman, Inc.

By: *Louise Appelman*
Louise Appelman, President

Appelman/Schauben^d Co., Inc.

By: *Louise Appelman*
Louise Appelman, President

PLAN OF MERGER

The following plan of merger is submitted in compliance with section 607.1101, F.S., and in accordance with the laws of the State Of Florida.

First:

The name and jurisdiction of the surviving corporation are:

Appelman/Schauben^φ Co., Inc. State Of Florida

Second:

The name and jurisdiction of each merging corporation are:

Louise Appelman, Inc. State Of Florida

Third:

The terms and conditions of the merger are as follows:

Louise Appelman, Inc. and Appelman/Schauben^φ Co., Inc. shall merge as of the effective date stated herein. Appelman/Schauben^φ Co., Inc. shall be the surviving corporation and continue to operate as a Florida corporation. Louise Appelman, Inc. shall be the merging corporation and shall cease to exist as of the effective date of the merger.

All property or any interest therein, owned by each corporation party to this merger shall be vested in Appelman/Schauben^φ Co., Inc. Appelman/Schauben^φ Co., Inc. shall as of the effective date of the merger be responsible and liable for all the liabilities and obligations of each corporation party to this merger.

There are no other terms and conditions to this merger other than those set forth above.

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:

There are no rights of the shareholders of the corporations, to convert their shares, into shares, obligations, or other securities of the surviving corporation, (Appelman/Schauben & Co., Inc.) or any other corporation or, in whole or in part, into cash or other property.

There are no rights of the shareholders of the corporations, to convert 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.

Fifth:

The effective date of this merger shall be on the date the Articles of Merger are filed with the Florida Department of State.

Sixth:

There are no other provisions relating to this merger.