

P94000040372

(Requestor's Name)

(Address)

(Address)

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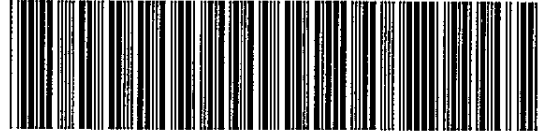
(Business Entity Name)

(Document Number)

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ALLAHASSEE, FLORIDA

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TRANSMITTAL LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: EAST COAST DIVERSIFIED CORPORATION
(Name of surviving corporation)

The enclosed merger and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

RICHARD RUBIN

(Name of person)

EAST COAST DIVERSIFIED CORPORATION

(Name of firm/company)

445 PARK AVENUE, Suite 922

(Address)

NEW YORK, NY 10022

(City/state and zip code)

For further information concerning this matter, please call:

RICHARD RUBIN

(Name of person)

at (212) 307-3210

(Area code & daytime telephone number)

☐ Certified copy (optional) \$8.75 (plus \$1 per page for each page over 8, not to exceed a maximum of \$52.50; please send an additional copy of your document if a certified copy is requested)

Mailing Address:

Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street Address:

Amendment Section
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

ARTICLES OF MERGER
(Profit Corporations)

FILED

The following articles of merger are submitted in accordance with the Florida Business Corporation Act, pursuant to section 607.1105, F.S. 03 AUG -4 AM 10:23

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

First: The name and jurisdiction of the surviving corporation:

<u>Name</u>	<u>Jurisdiction</u>	<u>Document Number</u> (If known/ applicable)
<u>EAST COAST DIVERSIFIED CORPORATION</u>	<u>NEVADA</u>	<u>C17932-2003</u>

Second: The name and jurisdiction of each merging corporation:

<u>Name</u>	<u>Jurisdiction</u>	<u>Document Number</u> (If known/ applicable)
<u>EAST COAST DIVERSIFIED CORPORATION</u>	<u>FLORIDA</u>	<u>P94000040372</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 7 / 30 / 03 (Enter a specific date. NOTE: An effective date cannot be prior to the date of filing or more than 90 days in the future.)

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 7-29-03.

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 7-29-03.

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

Typed or Printed Name of Individual & Title

EAST COAST DIVERSIFIED
CORPORATION, NEVADA

Richard Rubin

RICHARD RUBIN, SECRETARY
DIRECTOR

EAST COAST DIVERSIFIED
CORPORATION, FLORIDA

Ivy Heiden

IVY HEIDEN, VICE PRESIDENT
DIRECTOR

PLAN OF MERGER
(Merger of subsidiary corporation)

The following plan of merger is submitted in compliance with section 607.1104, Florida Statutes and in accordance with the laws of any other applicable jurisdiction of incorporation.

The name and jurisdiction of the parent corporation owning at least 80 percent of the outstanding shares of each class of the subsidiary corporation:

<u>Name</u>	<u>Jurisdiction</u>
East Coast Diversified Corporation	Florida

The name and jurisdiction of each subsidiary corporation:

<u>Name</u>	<u>Jurisdiction</u>
East Coast Diversified Corporation	Nevada

The manner and basis of converting the shares of the subsidiary or parent into shares, obligations, or other securities of the parent 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, and other securities of the surviving or any other corporation or, in whole or in part, into cash or other property are as follows:

East Coast Diversified Corporation, a Nevada corporation is defined herein as "the Nevada Corporation", and East Coast Diversified Corporation, a Florida corporation is defined herein as "the Florida Corporation".

Each shareholder of the Florida Corporation's common stock, par value \$0.001, shall receive one share of common stock, par value \$0.001, of the Nevada Corporation.

The merger is between the parent and a subsidiary corporation and the parent is not the surviving corporation. Therefore, a provision for the pro rata issuance of shares of the subsidiary to the holders of the shares of the parent corporation upon surrender of any certificates is as follows:

Each certificate evidencing the issued and outstanding common share of the Florida Corporation's common stock will represent an equal number of the Nevada Corporation's common stock and need not be surrendered for cancellation and reissuance. The Nevada Corporation, as the surviving corporation, shall assume all obligations of the Florida Corporation upon the filing of this Article of Merger.

Dated: July 29, 2003

Signature: Richard Rubin

Type Name: Richard Rubin
Capacity: Secretary and Director
East Coast Diversified Corporation
Nevada Corporation

Dated: July 29, 2003

Signature: Ivo Heiden

Type Name: Ivo Heiden
Capacity: Vice President and Director
East Coast Diversified Corporation
Florida Corporation