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TALLAHASSEE, FLORIDA

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T. Roberts | JAN 17 2008

COVER LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: L.S. Curb Service, 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:

David H. Galloway

(Contact Person)

David H. Galloway, P.A.

(Firm/Company)

P.O. Box 848

(Address)

Plant City, Florida 33564-0848

(City/State and Zip Code)

For further information concerning this matter, please call:

David H. Galloway

(Name of Contact Person)

At (813) 754-3438

(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

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA
Business Corporation Bd.

First: The name and jurisdiction of the surviving corporation:

Second: The name and jurisdiction of each merging corporation:

Third: The Plan of Merger is attached.

OR 01 / 01 / 2008 (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.)

The Plan of Merger was adopted by the shareholders of the surviving corporation on 12/12/2007.

The Plan of Merger was adopted by the board of directors of the surviving corporation on _____ and shareholder approval was not required.

The Plan of Merger was adopted by the shareholders of the merging corporation(s) on 12/12/2007

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)

Seventh: SIGNATURES FOR EACH CORPORATION

Name of Corporation

Signature of an Officer or Director

Typed or Printed Name of Individual & Title

L.S. Curb Service, Inc.

J. Stahr

Leaford Shakes - D

Mid Florida Curb Services, Inc.

I. Shah

Leaford Shakes - P/O

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>L.S. Curb Service, Inc.</u>	<u>Florida</u>

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

<u>Name</u>	<u>Jurisdiction</u>
<u>Mid Florida Curb Services, Inc.</u>	<u>Florida</u>
<u> </u>	<u> </u>
<u> </u>	<u> </u>
<u> </u>	<u> </u>
<u> </u>	<u> </u>

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

All assets and obligations of Mid Florida Curb Services, Inc. have been transferred to L.S. Curb Service, Inc. All of the shares of stock in Mid Florida Curb Services, Inc. have been owned by the single individual who also owns all of the stock in L.S. Curb Service, Inc. The Mid Florida shares will be cancelled and the owner will be reissued shares in L.S. Curb Service. All business obligations, contracts and the like of Mid Florida will be assumed as obligations and contracts of L.S. Curb Service, Inc. Transfers of assets and liabilities have been accomplished effective January 1, 2008.

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:

All shares of Mid Florida Curb Services, Inc. will be cancelled and the owner will be reissued shares in L.S. Curb Service, Inc.

(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:

No revisions to the Articles of Incorporation are necessary for the surviving corporation since the business of the two merging corporations were and are the same.

OR

Restated articles are attached:

Other provisions relating to the merger are as follows: *SEE ATTACHED*

PLAN OF MERGER
FOR MID FLORIDA CURB SERVICES, INC. and
L.S. CURB SERVICE, INC.

Leaford Shakes, the sole shareholder, officer and director of Mid Florida Curb Services, Inc. and of L.S. Curb Service, Inc. hereby adopts this plan of merger for each of the named corporations. L.S. Curb Service, Inc. will be the survivor corporation into which Mid Florida Curb Services, Inc. will merge, and the Mid Florida corporate entity will be dissolved.

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

1. All assets of Mid Florida including trucks owned and/or under lease, all forms, tools and equipment of any type and wherever situated are effectively conveyed to L.S. Curb Service, Inc. effective January 1st 2008.
2. All shares of stock in Mid Florida Curb Services, Inc. will and are cancelled effective January 1st 2008, and the owners of such stock will be issued stock in L.S. Curb Service, Inc. proportionate to the interests of such shareholder as reflected on the corporate books of the company as of January 1st 2008.
3. Any and all cash on hand or in banks, any and all accounts of any type or nature in any bank or other institution, any and all contracts and/or agreements for the rendering of services, all claims, including claims for payment for services rendered, any claims of lien and all notices given to owners, contractors and others, and any and all receivables of Mid Florida Curb Services, Inc. are hereby assigned and conveyed and transferred to L.S. Curb Service, Inc. effective January 1st 2008.
4. Any and all other accounts, claims, rights, actions and causes of action and every other thing of any type or nature, including any good will of the company known as Mid Florida Curb Services, Inc. are hereby and forever assigned, conveyed and delivered over to L.S. Curb Service, Inc. to be the sole property of said assignee corporation as its own property or asset from this day forward from and after the effective date which is January 1st, 2008.
5. For and in consideration of the merger and assignment of all the assets and ownership of Mid Florida Curb Services, Inc., the survivor corporation, L.S. Curb Service, Inc., L.S Curb

will assume any and all responsibilities of Mid Florida for any thing for which said company was responsible, including without limitation any and all services to be rendered, bills payable, warranties issued, and every other of the promises made by Mid Florida Curb Services, Inc. in order to fulfill the intention of the merger, more specifically, that L.S. Curb Service, Inc. will continue to perform any and all of the business of Mid Florida Curb Services, Inc. as if said corporation had continued in its own name.

6. L.S. Curb Service, Inc. does not by this agreement, assume or agree to assume any obligations over and above those which were legally the obligation of Mid Florida Curb Services, Inc. so that by this merger does not create in any party rights against L.S. Curb Services, Inc. that did not exist with respect to Mid Florida.


This plan of merger has been adopted by each of the merging corporations by and through Leaford Shakes, the sole officer and director of each of the corporations, and as the sole shareholder of said corporations, on December 12th 2007 with an effective date of January 1st 2008.


Articles of Merger shall be filed with the Department of State as required by Florida Statutes, Chapter 607.

Adopted this 12th day of December, 2007.

Mid Florida Curb Services, Inc.

L.S. Curb Service, Inc.


by: Leaford Shakes, President
and Chairman of the Board


by: Leaford Shakes, President
and Chairman of the Board