

**CAPITAL CONNECTION, INC.**

417-E. Virginia Street, Suite 1 • Tallahassee, Florida 32302  
(904) 222-8877 • (800) 222-8062 • Fax (904) 222-1222

**P940000078407**

Bloomer Road Holding  
Co., Inc.

EFFECTIVE DATE  
12/31/99

200003084432--6  
-12/30/99--01043--021  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

- ☒ Art of Inc. File
- ☐ LTD Partnership File
- ☐ Foreign Corp. File
- ☐ L.C. File
- ☐ Fictitious Name File
- ☐ Trade/Service Mark
- ☐ Merger File
- ☐ Art. of Amend. File
- ☐ RA Resignation
- ☐ Dissolution / Withdrawal
- ☐ Annual Report / Reinstatement
- ☒ Cert. Copy
- ☐ Photo Copy
- ☐ Certificate of Good Standing
- ☐ Certificate of Status
- ☐ Certificate of Fictitious Name
- ☐ Corp Record Search
- ☐ Officer Search
- ☐ Fictitious Search
- ☐ Fictitious Owner Search
- ☐ Vehicle Search
- ☐ Driving Record
- ☐ UCC 1 or 3 File
- ☐ UCC 11 Search
- ☐ UCC 11 Retrieval
- ☐ Courier

Signature

Requested by: LS 12/30/99 10:01  
Name Date Time

Walk-In Will Pick Up

RECEIVED  
99 DEC 30 AM 10:34  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

ARTICLES OF MERGER  
Merger Sheet

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MERGING:

BLOOMER ROAD HOLDING CO., INC., a New York corp not authorized to  
transact business in Fla

INTO

**VERO COLONY, INC.,** a Florida entity, P94000078407

File date: December 30, 1999, effective December 31, 1999

Corporate Specialist: Annette Ramsey

EFFECTIVE DATE  
12/31/99

## ARTICLES OF MERGER

BLOOMER ROAD HOLDING CO., INC., a New York corporation, and VERO COLONY, INC., a Florida corporation, have adopted a plan of Merger.

1. The Plan of Merger has been duly adopted.
2. The effective date of the Merger is December 31, 1999.
3. Shareholder approval for both corporations was obtained on December 28, 1999.
4. The Shareholder adopted the Plan of Merger on December 28, 1999.


5. Vero Colony, Inc., is deemed to be the surviving corporation. The Articles of Incorporation for Bloomer Road Holding Co., Inc., a New York corporation are hereby amended to provide said corporation shall no longer exist.

Bloomer Road Holding Co., Inc., a  
New York corporation

By

  
George H.C. Lawrence, its President

and

  
Diann Russano, its Vice President/Secretary

Bloomer Road  
Holding Co.,  
Inc.

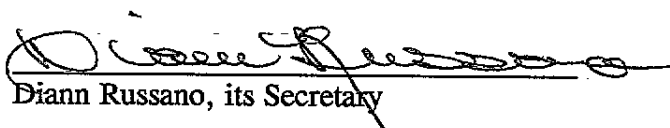
(CORP. SEAL)

Vero Colony, Inc., a Florida corporation

By

  
George H.C. Lawrence, its President

and

  
Diann Russano, its Secretary

Vero Colony, Inc.

(CORP. SEAL)

FILED  
99 DEC 30 PM 5:01  
TALLAHASSEE, FLORIDA

## PLAN OF MERGER

BLOOMER ROAD HOLDING CO., INC., a New York corporation authorized to transact business in the State of Florida, and VERO COLONY, INC., a Florida corporation, hereby adopt the following Plan of Merger pursuant to §607.1101, Florida Statutes.

1. Name of each corporation planning to merge is:

BLOOMER ROAD HOLDING CO., INC.  
VERO COLONY, INC.

2. Name of surviving corporation is:

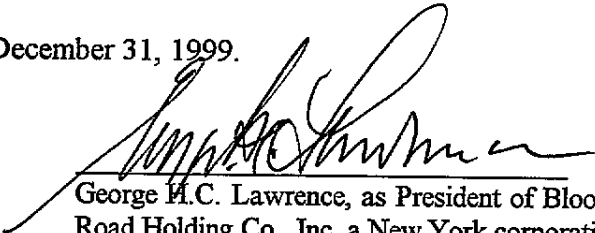
VERO COLONY, INC.


3. The terms and conditions of the merger are that all assets of BLOOMER ROAD HOLDING CO., INC., shall be transferred to VERO COLONY, INC., which shall also be responsible for all indebtedness owing by BLOOMER ROAD HOLDING CO., INC.

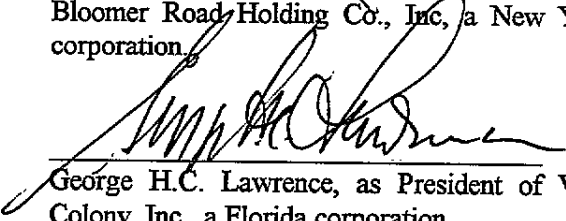
4. The manner and basis of converting the shares of each corporation is that for each share in BLOOMER ROAD HOLDING CO., INC., the shareholder shall be entitled to receive one share in LAWRENCE PROPERTIES, INC., which shares shall be converted as of December 31, 1999.

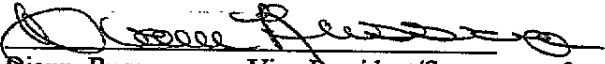
5. There are no rights of converting shares of either corporation.

6. The effective date of the merger is December 31, 1999.

  
George H.C. Lawrence, as President of Bloomer Road Holding Co., Inc, a New York corporation.

  
Diann Russano, as Vice-President/Secretary of Bloomer Road Holding Co., Inc, a New York corporation.

  
George H.C. Lawrence, as President of Vero Colony, Inc., a Florida corporation.

  
Diann Russano, as Vice-President/Secretary of Vero Colony, Inc., a Florida corporation.