

P95000023474

6221 Enterprises, Inc.
6032 NW 73rd Ct.
Parkland, FL 33067


November 16, 2001

Florida Dept. Of Revenue
Division of Corporations
PO Box 6327
Tallahassee, FL 32314

500004700925--8
-11/30/01--01074--005
*****78.75 *****78.75

Enclosed please find our check in the amount of \$70.75 to cover filing fees including certified copy of the merger documents for 6221 Enterprises, Inc. and Sawgrass Management Services, Inc. I have enclosed a self addressed stamped envelop so that you can return the documents to us.

Thank You,


Louis Trematerra

Merger
12-11-01
PMS

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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FILED

ARTICLES OF MERGER
Merger Sheet

MERGING:

SAWGRASS MANAGEMENT SERVICES, INC., a Florida corporation,
P96000044674

INTO

6221 ENTERPRISES, INC., a Florida entity, P95000023474

File date: November 30, 2001

Corporate Specialist: Doug Spitler

ARTICLES OF MERGER

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:

6221 Enterprises, Inc. Florida

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

Sawgrass Management Services, Inc. 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 November 19, 2001.

Sixth: Adoption of Merger by **merging** corporation

The Plan of Merger was adopted by the shareholders of the merging corporation on November 19, 2001.

Seventh: SIGNATURES FOR EACH CORPORATION

6221 Enterprises, Inc.

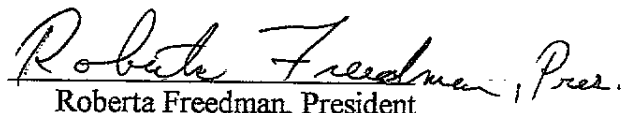
by:



Louis Trematerra, President

Sawgrass Management Services, Inc

by:



Roberta Freedman, President

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

PLAN OF MERGER

The following plan of merger is submitted in compliance with section 607.1104, F.S. 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:

6221 Enterprises, Inc.

Florida

The name and jurisdiction of each **subsidiary** corporation:

Sawgrass Management Services, Inc.

Florida

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:

All shareholders of the subsidiary Sawgrass Management Services, Inc. will tender each and every share held in such company to parent corporation 6221 Enterprises, Inc. in exchange for one share of common stock of parent 6221 Enterprises, Inc. for every share of subsidiary Sawgrass Management Services, Inc.

Subsidiary Sawgrass Management Services, Inc. has no other debt or equity (or rights to acquire debt or equity) outstanding other than common stock.

If applicable, shareholders of the subsidiary corporations, who, except for the applicability of section 607.1104, F.S. would be entitled to vote and who dissent from the merger pursuant to section 607.1320, F.S., may be entitled, if they comply with the provisions of chapter 607 regarding the rights of dissenting shareholders, to be paid the fair value of their shares.

APPROVED:

by:



Louis Trematerra, as President of
6221 Corporation, as sole shareholder of
Sawgrass Management Services, Inc.