

P96000018694

CAPITAL CONNECTION, INC.

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(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

North Florida Consulting, Inc.

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DIVISION OF CORPORATIONS
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☐ Certificate of Status
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C. Coulliste DEC 27 2001

Signature

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ARTICLES OF MERGER
Merger Sheet

MERGING:

WHITEMARK/NFC ACQUISITION CORPORATION, a Florida corporation,
P01000105165

INTO

NORTH FLORIDA CONSULTING, INC., a Florida entity, P96000018694

File date: December 26, 2001

Corporate Specialist: Cheryl Coulliette

ARTICLES OF MERGER

The following Articles of Merger are submitted in accordance with the Florida Business Corporation Act, pursuant to Section 607.1105, *Florida Statutes*.

1. The name and jurisdiction of the surviving corporation:

NORTH FLORIDA CONSULTING, INC. Florida

2. The name and jurisdiction of the merging corporation:

WHITEMARK/NFC ACQUISITION CORPORATION Florida

3. The Plan of Merger is attached.

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

5. Adoption of Merger by the surviving corporation – the Plan of Merger was adopted by the shareholders of the surviving corporation as of November 7, 2001.

6. Adoption of Merger by the merging corporation – the Plan of Merger was adopted by the shareholders of the surviving corporation as of November 7, 2001.

7. Signatures:

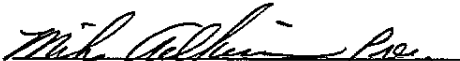
**WHITEMARK/NFC ACQUISITION
CORPORATION**

By:


Kenneth L. White,
President

NORTH FLORIDA CONSULTING, INC.

By:


Mike Adkinson,
President

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PLAN OF MERGER

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.

1. The name and jurisdiction of the surviving corporation:

NORTH FLORIDA CONSULTING, INC. **Florida**

2. The name and jurisdiction of the merging corporation:

WHITEMARK/NFC ACQUISITION CORPORATION **Florida**

3. The terms and conditions of the merger are as follows:

The conversion of shares set forth in Paragraph 4 below are subject to and contingent upon the closing of that certain Agreement for Purchase and Sale of Corporate Stock dated August 31, 2001, as amended (the "Stock Agreement").

4. The manner and basis of converting the shares of each corporation into shares of the surviving corporation or any other corporation are as follows:

The current shareholder(s) of the merging corporation shall exchange its shares of stock in the merging corporation for 100% of the shares of stock in the surviving corporation. The current shareholder(s) of the surviving corporation shall exchange its shares of stock in the surviving corporation for shares in a different corporation pursuant to the terms of the Stock Agreement.

5. Signatures:

**WHITEMARK/NFC ACQUISITION
CORPORATION**

By: _____

Kenneth L. White,
President

NORTH FLORIDA CONSULTING, INC.

By: _____

Mike Adkinson,
President