

P96000025660



THE UNITED STATES  
CORPORATION  
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 898041 4352702

AUTHORIZATION :

*Patricia Pizub*

COST LIMIT : \$ 122.50

FILED  
98 JUL 21 PM 2:01  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ORDER DATE : July 20, 1998

ORDER TIME : 9:33 AM

ORDER NO. : 898041-005

CUSTOMER NO: 4352702

CUSTOMER: Ms. Jennifer L. Joyner  
Williams Parker Harrison Dietz  
200 South Orange Avenue

*merger*

Sarasota, FL 34236

100002594031--2

ARTICLES OF MERGER

KILLIN CORPORATION

INTO

KERSO CORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX \_\_\_\_\_ CERTIFIED COPY  
\_\_\_\_\_ PLAIN STAMPED COPY

CONTACT PERSON: Deborah Schroder

EXAMINER'S INITIALS: \_\_\_\_\_

RECORDED  
98 JUL 21 11:28  
DIVISION OF CORPORATION

*4022~*

ARTICLES OF MERGER  
Merger Sheet

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MERGING:

KILLIN CORPORATION, a Florida corporation P96000025675

INTO

**KERSO CORPORATION**, a Florida corporation, P96000025660

File date: July 21, 1998

Corporate Specialist: Annette Hogan

Account number: 072100000032

Account charged: 122.50

98 JUL 21 PM 2:01  
FILED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

State of Florida

**ARTICLES OF MERGER**

merging Killin Corporation,  
a Florida corporation  
into Kerso Corporation,  
a Florida corporation

Pursuant to the provisions of Chapter 607, Florida Statutes, Killin Corporation, a Florida corporation ("Killin"), and Kerso Corporation, a Florida corporation ("Kerso"), hereby execute the following Articles of Merger:

1. Killin and Kerso are corporations organized and existing under the laws of the State of Florida.

2. The plan of merger is that on July 20, 1998 (the "Effective Date"), Killin shall be merged with and into Kerso, with Kerso surviving such merger and assuming all of the assets, liabilities, and obligations of Killin. All shares of common stock of Killin issued and outstanding on the Effective Date shall be canceled, and the holder of Killin common stock shall be issued one common share of Kerso for each share of Killin held by it at the time such shares are canceled.

3. The date on which the board of directors of Killin adopted the plan of merger set forth in paragraph 2 above was July 17, 1998.

4. The date on which the shareholders of Killin adopted the plan of merger set forth in paragraph 2 above was July 17, 1998.

5. The shareholders of Kerso were not required to adopt the plan of merger pursuant to Section 607.1103(7), Florida Statutes.

6. The date on which the board of directors of Kerso adopted the plan of merger set forth in paragraph 2 above was July 17, 1998.

7. Anything herein or elsewhere to the contrary notwithstanding, this merger may be terminated and abandoned by the board of directors of Kerso at any time prior to the date of filing of these Articles of Merger with the Secretary of State of the State of Florida.

Executed effective the 20th day of July 1998.

KILLIN CORPORATION,  
a Florida corporation

By:   
J. Michael Hartenstine, President

KERSO CORPORATION,  
a Florida corporation

By:   
J. Michael Hartenstine, President

RDB-323237.2