

P96000026585



THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 898041 4352702

AUTHORIZATION : Patricia Pzyt

COST LIMIT : \$ 227.50

ORDER DATE : July 20, 1998

ORDER TIME : 9:35 AM

ORDER NO. : 898041-010

CUSTOMER NO: 4352702

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

Sarasota, FL 34236

merger

000002594030--5

FILED
98 JUL 21 PM 2:13
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF MERGER

KERFIELD CORPORATION, KIPPEN
CORPORATION, KORTHON
CORPORATION, KURRAM CORPORATIO

INTO

KIRTMOOR CORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX _____ CERTIFIED COPY
_____ PLAIN STAMPED COPY

CONTACT PERSON: Deborah Schroder

EXAMINER'S INITIALS:

DDW
7/22/98

98 JUL 21 AM 11:23
DIVISION OF CORPORATION

ARTICLES OF MERGER
Merger Sheet

MERGING:

KERFIELD CORPORATION, a Florida corporation P96000025630

KIPPEN CORPORATION, a Florida corporation P96000025636

KORTHON CORPORATION, a Florida corporation P96000025678

KURRAM CORPORATION, a Florida corporation P96000025681

INTO

KIRTMOOR CORPORATION, a Florida corporation, P96000026585

File date: July 21, 1998

Corporate Specialist: Annette Hogan

Account number: 072100000032

Account charged: 227.50

State of Florida

ARTICLES OF MERGER

merging Kerfield Corporation, a Florida corporation
Kippen Corporation, a Florida corporation
Korthon Corporation, a Florida corporation
and Kurram Corporation, a Florida corporation
into Kirtmoor Corporation, a Florida corporation

98 JUL 21 PM 2:13
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Chapter 607, Florida Statutes, Kerfield Corporation, a Florida corporation ("Kerfield"), Kippen Corporation, a Florida corporation ("Kippen"), Korthon Corporation, a Florida corporation ("Korthon"), Kurram Corporation, a Florida corporation ("Kurram"), and Kirtmoor Corporation, a Florida corporation ("Kirtmoor"), hereby execute the following Articles of Merger:

1. Kerfield, Kippen, Korthon, Kurram, and Kirtmoor 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"), Kerfield, Kippen, Korthon, and Kurram shall be merged with and into Kirtmoor, with Kirtmoor surviving such merger and assuming all of the assets, liabilities, and obligations of Kerfield, Kippen, Korthon, and Kurram. All shares of common stock of Kerfield, Kippen, Korthon, and Kurram issued and outstanding on the Effective Date shall be canceled, and the holder of Kerfield, Kippen, Korthon, and Kurram common stock shall be issued one common share of Kirtmoor for each share of Kerfield, Kippen, Korthon, and Kurram held by it at the time such shares are canceled.

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

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

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

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

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

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

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

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

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

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

13. Anything herein or elsewhere to the contrary notwithstanding, this merger may be terminated and abandoned by the board of directors of Kirtmoor 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.

KERFIELD CORPORATION,
a Florida corporation

By: 
J. Michael Hartenstine, President

KORTHON CORPORATION,
a Florida corporation

By: 
J. Michael Hartenstine, President

KIPPEN CORPORATION,
a Florida corporation

By: 
J. Michael Hartenstine, President

KURRAM CORPORATION,
a Florida corporation

By: 
J. Michael Hartenstine, President

KIRTMOOR CORPORATION,
a Florida corporation

By: 
J. Michael Hartenstine, President