Public Access System

### **Electronic Filing Cover Sheet**

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

(((H07000182385 3)))



Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:

Division of Corporations

Fax Number

: (950)205-0380

From:

Account Name

: CORPORATION SERVICE COMPANY

Account Number : I20000000195 Phone

: (850)521-1000

Fax Number

: (850)558-1575

MERGER OR SHARE EXCHANGE

AON GROUP, INC.

Certificate of Status Certified Copy 0 Page Count 04 Estimated Charge \$70.00

Electronic Filing Menu

Corporate Filing Menu

Help

https://efile.sunbiz.org/scripts/efilcovr.exe

H07000182385 3

## **ARTICLES OF MERGER**

(Profit Corporations)

The following articles of merger are submitted in accordance with the Florida Business Corporation Act, pursuant to section 607.1105, Florida Statutes.

First: The name and jurisdiction o	f the surviving corporation:		
Name	<u>Jurisdiction</u>	Document Number (If known/applicable)	
Aon Group, Inc.	Maryland	None	
Second: The name and jurisdiction	of each <u>merging</u> corporation:		
Name	<u> Lurisdiction</u>	Document Number (If known/applicable)	
Joseph U. Moore, Inc.	Florida	P96000034497	
		$\Sigma_{\alpha}$	
	<del></del>		A 7
			₹ '
		- SSX	- a
		<u></u>	
Third: The Plan of Merger is attack	hed.		-
Fourth: The merger shall become of Department of State.	offective on the date the Articles	s of Merger are filed with the Florida	
	a specific date: NOTE: An effective 90 days after merger file date.)	date cannot be prior to the date of filing or more	
<b>Fifth:</b> Adoption of Merger by <u>sur</u> The Plan of Merger was adopted by	viving corporation - (COMPLET) the shareholders of the survivin	e ONLY ONE STATEMENT) ag corporation on June 15, 2007	<b>_</b> •
The Plan of Merger was adopted by and share	the board of directors of the sur reholder approval was not requir		
Sixth: Adoption of Merger by <u>mer</u> The Plan of Merger was adopted by	ging corporation(s) (COMPLETE the shareholders of the merging	conty one statement; corporation(s) on June 15, 2007	<b>_</b> .
The Plan of Merger was adopted by	the board of directors of the me		

(Attach additional sheets if necessary)

### H07000182385 3

Seventh: SIGNATURES	FOR EACH CORPORATION	
Name of Corporation	Signature of an Officer or Director	Typed or Printed Name of Individual & Title
Aon Group, Inc.  Joseph U. Moore, Inc.	Janifer L. Kieft. Janifer L. Kieft.	Jennifer L. Kraft, Vice President  Jennifer L. Kraft, Vice President
	· ·	

#### Exhibit A

H07000182385 3

# PLAN OF MERGER FOR Aon Group, Inc. AND Joseph U. Moore, Inc.

1. Parties:

The parties to the merger are as follows: Aon Group, Inc., a Maryland corporation (the "Survivor"), and Joseph U. Moore, Inc., a Florida corporation (the " Non Surviving Company").

2. Survivor:

Non Surviving Company will merge into Survivor.

3. Terms:

At the Effective Time (defined below), and contemporaneously with the merger, Non Surviving Company will merge into the Survivor, Survivor will merge the Non Surviving Company into itself, and the separate existence of the Non Surviving Company shall cease ("Merger"). Survivor will assume all of the rights, liabilities and obligations of the Non Surviving Company. The proper officers of each corporation will execute all such documents and take such action as may be necessary to effect this Merger between the parties and to transfer all of the property, rights, duties and obligations of the Non Surviving Company to Survivor.

4. Share Conversion:

The number of outstanding shares of the Non Surviving Company is 1,000 shares, all of which are of one class and all of which are entitled to vote. The number of outstanding shares of Survivor is 60,000,000 shares, all of which are of one class and all of which are entitled to vote. At the Effective Time, and contemporaneously with the Merger, each issued and outstanding share of stock of Survivor shall be and remain issued and outstanding. Each issued and outstanding share of stock of the Non Surviving Company and each share of stock of the Non Surviving Company held in treasury shall be canceled without consideration and the holders of certificates, which before the merger represented shares of the Non Surviving Company, will surrender their certificates for cancellation. The shares of the Non Surviving Company and the Survivor are held by the same shareholder in equal portions.

5. Bylaws; Amendment of Articles of Incorporation: The bylaws of Survivor, as in effect immediately prior to the Effective Time, shall be the bylaws of the surviving company until thereafter changed or amended as provided therein, by the certificate of incorporation of the surviving company or by applicable law. The certificate of incorporation of Survivor, as in effect immediately prior to the Effective Time, shall be the certificate of incorporation of the surviving company until thereafter changed or amended as provided therein or by applicable law.

6. Officers & Directors:

As of the Effective Time, the officers and directors of the Non Surviving Company immediately prior to the Effective Time shall be removed, and the officers and directors of the Survivor immediately prior to the Effective Time shall be the officers and directors of the surviving company, and shall be deemed to be elected automatically and without further action on behalf of the surviving company, to serve as such until the next annual meeting of the surviving company and until their successors are duly elected and qualified or until their earlier resignation or removal.

7. Effective Time:

The Merger shall be effective on the date and at the time of filing the Articles of Merger with the proper departments of the states of incorporation of the companies.

8. Amendment and Termination:

The Plan of Merger may be amended or terminated and abandoned by the Board of Directors of either party at any time prior to the Effective Time.