

P96000057037
Florida Department of State
Division of Corporations
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MERGER OR SHARE EXCHANGE

Elkton Green, Inc.

Certificate of Status	1
Certified Copy	1
Page Count	05
Estimated Charge	\$87.50

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Merger

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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 of the surviving corporation:

<u>Name</u>	<u>Jurisdiction</u>	<u>Document Number</u> (If known/applicable)
Elkton Green, Inc.	Florida	P96000057037

Second: The name and jurisdiction of the merging corporation:

<u>Name</u>	<u>Jurisdiction</u>	<u>Document Number</u> (If known/applicable)
Heritage Land Group, Inc.	Florida	M88446

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: The Plan of Merger was adopted by the shareholders of the surviving corporation on December 28, 2012.

Sixth: The Plan of Merger was adopted by the shareholders of the merging corporation on December 28, 2012.

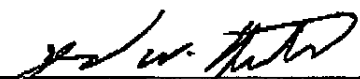
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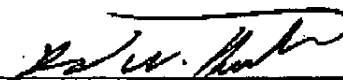
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Seventh: Signatures of each Corporation:

ELKTON GREEN, INC., a Florida
corporation

By: 
Name: David W. Hutson
Its: President

HERITAGE LAND GROUP, INC., a Florida
corporation

By: 
Name: David W. Hutson
Its: President

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PLAN OF MERGER

The following plan of merger is submitted in compliance with Section 607.1105, Florida Statutes.

First: The name and jurisdiction of the surviving corporation:

<u>Name</u>	<u>Jurisdiction</u>
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Elkton Green, Inc.	Florida
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Second: The name and jurisdiction of each merging corporation:

<u>Name</u>	<u>Jurisdiction</u>
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Heritage Land Group, Inc.	Florida
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Third: The terms and conditions of the merger are as follows:

(a) Merger. On the Effective Date, Heritage Land Group, Inc. ("Merging Entity") shall be merged with and into Elkton Green, Inc. (the "Surviving Corporation").

(b) Surviving Entity. On the Effective Date, the separate existence of the Merging Entity shall cease and the Surviving Corporation shall be the sole surviving entity which shall continue as a corporation under the laws of the State of Florida. The Surviving Corporation shall succeed to all rights, privileges, immunities and all of the property of whatever kind and description of the Merging Entity and the Surviving Corporation shall be responsible and liable for all liabilities and obligations of the Merging Entity, none of which shall be impaired by the merger.

(c) Effective Date. The merger contemplated in this Plan of Merger shall be effective as of the time and date of filing the Articles of Merger with the Florida Department of State ("Effective Date").

Fourth: The manner and basis of converting the shares of each corporation into shares, obligations, or other securities of the surviving corporation 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, or other securities of the surviving or any other corporation or, in whole or in part, into cash or other property are as follows:

As of the Effective Date, the shares, obligations, or other securities of the Merging Entity, and any rights to acquire shares of the Merging Entity shall be canceled. The shares, obligations, or other securities of the Surviving Corporation, and any rights to acquire shares of the Surviving Corporation, that are outstanding immediately prior to the Effective Date, shall, by virtue of the

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merger and without any action on the part of the holder thereof, remain unchanged and continue to remain valid and outstanding as shares, obligations, or other securities of the Surviving Corporation, or as a right to acquire shares of the Surviving Corporation.

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