

To:
Subject:

P96000088026

from: Florida, Jacksonville, December 29, 2004 4:01 PM Page: 4 of 8

Florida Department of State
Division of Corporations
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MERGER OR SHARE EXCHANGE

TRI-STAR DEVELOPMENT OF JACKSONVILLE, INC.

Certificate of Status	0
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EFFECTIVE DATE
12-31-04

G. O'Connell DEC 30 2004

To:
Subject:

From: Patricia Tadlock

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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, F.S.

First: The name and jurisdiction of the **surviving** corporation:

<u>Name</u>	<u>Jurisdiction</u>	<u>Document Number</u>
Tri-Star Development of Jacksonville, Inc.	Florida	P96000088026

Second: The name and jurisdiction of each **merging** corporation:

<u>Name</u>	<u>Jurisdiction</u>	<u>Document Number</u>
The Beeckler Group, Inc.	Florida	P97000052456

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.

OR 12/31/2004 (Enter a specific date. NOTE: An effective date cannot be prior to the date of filing or more than 90 days in the future.)

Fifth: Adoption of Merger by surviving corporation - (COMPLETE ONLY ONE STATEMENT)

The Plan of Merger was adopted by the shareholders of the surviving corporation on December 29, 2004.

The Plan of Merger was adopted by the board of directors of the surviving corporation on _____ and shareholder approval was not required.

Sixth: Adoption of Merger by merging corporation(s) (COMPLETE ONLY ONE STATEMENT)

The Plan of Merger was adopted by the shareholders of the merging corporation(s) on December 29, 2004.

The Plan of Merger was adopted by the board of directors of the merging corporation(s) on _____ and shareholder approval was not required.

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To:
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From: Patricia Tadlock

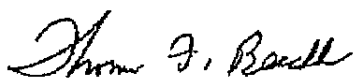
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(Attach additional sheets if necessary)

Seventh: SIGNATURES FOR EACH CORPORATION

Tri-Star Development of Jacksonville, Inc.

By: 
Thomas F. Beeckler, President

The Beeckler Group, Inc.

By: 
Thomas F. Beeckler, President

To:
Subject:

From: Patricia Tadlock

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PLAN OF MERGER

(Non Subsidiaries)

The following plan of merger is submitted in compliance with section 607.1101, F.S. and in accordance with the laws of any other applicable jurisdiction of incorporation.

First: The name and jurisdiction of the **surviving** corporation:

<u>Name</u>	<u>Jurisdiction</u>
-------------	---------------------

Tri-Star Development of Jacksonville, 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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The Beeckler Group, Inc.	Florida
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Third: The terms and conditions of the merger are as follows:

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:

(Attach additional sheets if necessary)

All the outstanding common share of The Beeckler Group, Inc. shall be converted into five hundred common shares of Tri-Star Development of Jacksonville, Inc.

THE FOLLOWING MAY BE SET FORTH IF APPLICABLE:

Amendments to the articles of incorporation of the surviving corporation are indicated below or attached as an exhibit:

OR Restated articles are attached.

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Other provisions relating to the merger are as follows:

Tri-Star Development of Jacksonville, Inc.

By:

Thomas F. Beeckler, President

The Beeckler Group, Inc.

By:

Thomas F. Beeckler, President

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